EDX Medical Group plc

Annual Report and Financial Statements

For the year ended 31 March 2026

Company registration number: 13277385 (England and Wales)

CONTENTS

COMPANY INFORMATION

DIRECTORS	C Evans J Holt M Hudson T Jones M Walton
COMPANY SECRETARY	One Advisory Limited 110 Cannon Street London, England EC4N 6EU
REGISTERED NUMBER	13277385 (England and Wales)
REGISTERED OFFICE	211 Cambridge Science Park Milton Road Cambridge, England CB4 0WA
NOMINATED ADVISER AND BROKER	Canaccord Genuity Limited 88 Wood Street London EC2V 7QR
INDEPENDENT AUDITORS	PKF Littlejohn LLP Statutory Auditor 30 Churchill Place London E14 5RE
COMPANY WEBSITE	https://edxmedical.co.uk/

CHAIRMAN'S REPORT

I am pleased to present the Annual Report for EDX Medical Group Plc ("EDX" or the "Company") and its subsidiaries (the "Group") for the year ended 31 March 2026.The reporting period marked a period of important strategic and operational progress for EDX Medical Group plc as we continue to establish the Group as a leading provider of digital diagnostics solutions. Our focus remains on delivering clinically valuable tests and services that support earlier disease detection, improved patient stratification and more personalised treatment pathways.

EDX operates at the intersection of molecular diagnostics and digital health, with activities centred on hereditary and genetic risk assessment, early disease detection, and disease characterisation and therapy selection. Through a combination of proprietary technologies, licensed innovations and strategic commercial partnerships, we are building a scalable diagnostics platform capable of delivering significant clinical and economic value.

During the reporting period, we advanced several high-potential programmes. These included taking forward a new pneumonia test for critically ill NHS patients. EDX is partnering with Cambridge University Hospitals NHS Foundation Trust to support the further advancement of this highly precise test that identifies the DNA or RNA of the microbes that cause lung infection in critically ill patients. This public-private partnership, which also involves the University of Cambridge, the UK Health Security Agency (UKHSA) and Cambridge Enterprise, will result in the completed test being available to NHS patients.

The Company commenced marketing the TC100 testicular cancer testing service, The service encompasses a range of biomarkers that enable the detection of very early signs of the disease in a small blood sample, allowing healthcare professionals to confirm the presence or absence of testicular cancer in men from a range of ethnicities and ages with ultra-high accuracy.

Early detection is a key element of EDX's cancer testing strategy and during the reporting period the Company completed development of BC 95, a new and comprehensive testing service that improves the early detection of bowel cancer.

The Company remains heavily involved in the development of prostate cancer testing solutions.

EDX became the lead delivery partner for the Scottish Prostate Cancer Initiative. 25,000 men in Scotland are being offered free PSA tests as part of the Initiative and EDX is deploying a range of more advanced diagnostic tests on cohorts of men who participated in the project.

The Group also strengthened its operational and regulatory capabilities while maintaining disciplined cost control. During the year, the Company successfully raised additional equity financing of £5.5m to support ongoing development activities and commercial expansion. There is also an additional £2m held in the form of a Convertible Loan Note document with Prof. Sir Christopher Evans.

As a major development EDX completed the detailed preparations to move from the APEX Segment of the Aquis Growth Market to the London Stock Exchange's AIM Market. Admission to AIM took place on 13 May 2026. The Directors recognise and believe that the Company will continue to require capital to fulfil its potential and believe that its access to capital from certain funds, its liquidity profile and visibility to investors will be improved by the AIM Admission. No new shares were issued at this time however the Company has 2 new investment rounds planned for this year.

Looking ahead, the Board believes EDX is well positioned within a rapidly growing and increasingly important sector of healthcare. Demand for accessible, data-driven and personalised diagnostic solutions continues to accelerate among both healthcare professionals and consumers. Supported by strong partnerships, a growing portfolio of clinically relevant products and a scalable digital infrastructure, we believe EDX is building a resilient platform for long-term growth and value creation.

CHAIRMAN'S REPORT (continued)

On behalf of the Board, I would like to thank our employees, partners, shareholders and advisers for their continued support and commitment throughout the year. Lastly, as ever I extend my warm appreciation and thanks for the support of my fellow Directors throughout the year.

Jason Holt
Chairman
Date: 02 September 2026

CHIEF EXECUTIVE OFFICER'S STATEMENT

Introduction

Highlights

EDX is a pioneer in Digital Diagnostics – the integration of molecular diagnostics and digital health tools to assess a person's risk of disease, detect and characterise disease at the earliest stage, and guide the optimal selection of personalised treatments for individual patients.

EDX is focussed on becoming recognised as a key provider of clinically valuable diagnostic tests and services for healthcare professionals and their patients in the UK and Europe. EDX, provides clients with access to a portfolio of diagnostic products and services to help improve clinical patient management, based on our own, in-licensed or acquired products, alongside unique products distributed from partners.

EDX will continue to focus on providing biological testing solutions to inform clinical decision-making in three core areas of greatest impact:

- **Hereditary and Genetic Risk Assessment:** tests and counselling to assess family members of patients who may 'carry' genes associated with cancer or cardiovascular diseases.
- **Early Disease Detection:** Tests to confidently detect the earliest emergence of disease for primary care and screening, to enable early treatment
- **Disease Characterisation & Therapy Selection:** Definitive profiling tools to enable rapid selection of the best therapies, improve outcomes whilst saving lives, time and money.

The Group is strongly committed to partnerships to achieve its goals, working with inventors of new tests to help improve and validate their breakthroughs to regulatory standards in partnership with ThermoFisher. Commercialisation of the portfolio includes globally established brands including the exclusive distribution partnership with Caris Life Sciences Inc. whose biological profiling tools are considered to be amongst the best in the world to identify the most effective therapies for cancer patients.

Products in development by EDX first appear as laboratory assay services from the company itself, combining new molecular tools with familiar biomarkers already used to help guide patients into the right clinical pathways. Once proven, kit versions of these tests are validated to regulatory standards, ready for sale to other laboratories in the UK, Europe and internationally. The ability to unlock the potential economic and health benefits of a more personalised approach to healthcare is becoming widely recognised, with benefits for patients, healthcare providers and to society being realised.

During the period we took important steps forward in three areas which the Directors believe hold considerable potential for the Company:

1. **Ventilator-acquired Pneumonia and acute respiratory infections** remain a significant cause of loss of life and are also a high cost in western hospitals due to the intensive care required. EDX entered into an exclusive development and commercialisation license with Cambridge University, Cambridge University Hospital and UKHSA laboratories, to accelerate the development and validation of a multi-marker assay in collaboration with ThermoFisher. This enables ICU clinicians to rapidly determine the underlying cause of disease in patients in severe respiratory distress, leading to timely life-saving interventions, improved antibiotic custodianship, shorter ICU stays, and cost savings. Following a period of concordance testing between the EDX lab and the UKHSA lab, the assay has been transferred to EDX and clinical evaluation as part of regulatory documentation commenced in mid-May 2026, shortly after the year end.

CHIEF EXECUTIVE OFFICER'S STATEMENT (continued)

2. **Scottish Prostate Cancer Initiative (SPCI)**
   EDX is the lead provider of testing services in a partnership with the Graham Fulford Trust, a non-profit organisation with a long history of facilitating access to PSA testing for men in the UK. There has been limited PSA testing in Scotland historically and coupled with a large % of the cases that are detected being already late-stage, it was decided to embark upon an open enrolment project to establish PSA levels in approximately 25,000 men during the 12 months from February 2026, and to also establish a biobank of donated samples for future research to identify the most reliable biomarkers to complement PSA in early detection testing and screening. In itself, this initiative is one of the largest UK studies of its kind and propels EDX into mainstream population health screening and real-world data collection in prostate cancer- a key area of commercial significance for EDX going forward.

Finance, Operations and Trading Results

The company raised new equity financing of £5,500,000 in the financial year, at a small premium to its listed capitalisation, maintaining its working capital adequacy to fund current and planned operations. The Group has continued to consolidate its technical, quality, regulatory and commercial team in Cambridge and remained in our current laboratory as part of carefully controlling overhead costs.

The Group's loss for the year was £5,757,996 (2025: £3,594,391)

Outlook: Well-positioned in an emerging high growth sector

As we continue to pursue our strategic goals we increasingly see both consumers and healthcare professionals embracing the new tools and technologies being pioneered by EDX.

CHIEF EXECUTIVE OFFICER'S STATEMENT (continued)

The EDX business model is based on trusted partnerships at many levels. It combines the creation of valuable, proprietary bio-assets, with near-term revenues from advanced diagnostic products and services for clinical use, all delivered through an increasingly powerful and resilient digital infrastructure. This strategy provides the Group with a scalable and defensible business model with a clear commercial focus to its programmes and investment.

The Group is building an attractive pipeline of advanced tests and services which offer clear clinical utility, and which will be offered as both ISO-accredited laboratory assay services and in the future, as regulated (in-vitro diagnostic) IVDR tests or Point of Care devices. We remain committed to a balanced growth strategy, pursuing acquisition, licensing or distribution partnerships with teams or companies who have developed innovative assets that EDX can validate to regulatory standards and bring to market.

The Directors believe that EDX has established itself as a viable digital diagnostics provider in the UK and a partner of choice to a number of organisations with ambitions to now grow into Europe.

Dr Michael Hudson Chief Executive Officer

Date: 02 September 2026

STRATEGIC REPORT

The Directors present their strategic report for the year ended 31 March 2026.

PRINCIPAL ACTIVITIES

The principal activities of the Group consist of establishing a portfolio of proprietary diagnostic products and services for use by healthcare professionals and their patients to assess risk, detect and characterise cancer, cardiovascular and infectious diseases. We focus on developing and validating diagnostic tests that have a proven working basis in areas where biological diagnostic information is actionable and there is a patient impact. We recognise that trusted partnerships are an important part of our business model, offering our clients access to unique and worldclass diagnostic tests; and providing test developers with access to our experienced development, regulatory, sales and marketing team, supported within a secure digital infrastructure to meet regulatory standards and scale our business efficiently. EDX does conduct its own research as well in-licencing tests and partnering with academic test developers.

POST BALANCE SHEET EVENTS

Post Balance Sheet events are included in Note 31.

PRINCIPAL RISKS AND UNCERTAINTIES

Principal Risks & Uncertainties are discussed in the Risk Management Report.

The Group operates in an increasingly regulated sector and maintains appropriate quality management systems (QMS) in order to meet UK and European standards, whilst preparing for the forthcoming CE-IVDR regulations and the UK equivalent, QMS is also utilised to maintain ISO 15189(2022) accreditation for the Q-FIT bowel cancer test, run from the company's laboratory in Cambridge. ISO 13485 accreditation for product development, manufacture and distribution activities.

Product development and validation, supply chain verification and ISO quality audits and partnering were all active and generating results in line with expectations.

BUSINESS REVIEW AND STRATEGY

EDX Medical Group Plc operates in the emerging 'digital diagnostics' sector at the convergence of two high growth industries - molecular biology and digital health. Providing biological assays, interpretative analysis and digital data, enabling healthcare professionals to assess a person's risk, detect the emergence of disease at the earliest stage and deliver cost-effective personalised patient treatments, leading to improved patient outcomes and savings for healthcare providers is becoming reality.

Our vision for EDX digital diagnostics is to combine advanced biology, software and digital tools (AI) to obtain, analyse and report actionable data in real time, unlocking the <u>*clinical*</u> and <u>*economic*</u> benefits of *Personalised Medicine* whilst enhancing accuracy, traceability, regulatory compliance and environmental impact of our products and services.

By understanding the key biological information needed to deliver better clinical decision-making at the relevant time, EDX has continued to deepen its knowledge of the pathways by which individuals access healthcare resources and become 'patients.' By improving the data input to these pathways the impact and value of diagnostics is increasingly visible. Our focus remains driven by the fact that understanding risk of disease and early detection saves lives by providing time to take preventative action, and information on the nature of disease to enable the optimal selection of treatments. The main challenge to execution of this strategy lies in the identification of payors for preventative interventions within the healthcare system, though employers and insurers along with direct consumer engagement is progressing rapidly.

STRATEGIC REPORT (continued)

We continue to have a priority commitment to cancer where we see significant benefits of specialist testing across prevention, treatment and survivor surveillance. Our Flagship Cancer Programme includes a growing portfolio of products and services covering the determination of genetic risk, early disease detection and optimal therapy selection in the following areas:

- **Bowel Health**: BC95 programme for bowel cancer
- **Men's Health:** tests for early detection and surveillance of prostate and testicular cancers
- **Women's Health**: tests in development or early detection and surveillance of breast, ovarian, and endometrial cancers

Within each area of cancer, we are selecting or developing world class biological testing solutions to answer specific questions which can then immediately inform clinical decision-making:

✓ **What is my risk of cancer?**
Hereditary and Genetic Risk Assessment tests and counselling can identify individuals and family members of cancer patients who may 'carry' genes associated with or causing cancer, enabling individuals to take preventative actions early.
✓ **Have I got cancer?**
✓ Tests that reliably detect the earliest signs of disease are amongst the most technically demanding but enable GPs and the primary healthcare team to quickly refer patients to specialists providing the best treatments with the greatest chance of success. Early detection simply saves lives.
✓ **Is it treatable?**
For a patient with cancer, getting the best therapy first time based on their personal tumour biology can save weeks and saves lives. Definitive profiling tools enable rapid selection of the best therapies, improving survival prospects whilst saving time and money.

Aligned with this clinical focus, we continue to grow the team and negotiate access new products in the current year. Although the timing of concluding such negotiations is unknown, the company has a strong track record of successfully completing such agreements (MirDetect GmbH, ThermoFisher, Caris Life Sciences Inc, Genomictree etc), The pipeline of such initiatives remains strong, several of which are already making important contributions to the execution of our business strategy.

1. **Ventilator-Acquired Pneumonia (VAP) Assay**

VAP is a significant cause of mortality and also carries a high cost in hospitals due to the intensive care required. EDX entered into an exclusive development and commercialisation licence with Cambridge University, Cambridge University Hospital and UKHSA laboratories, to accelerate the development and validation of a multi-marker assay in collaboration with ThermoFisher. This enables ICU clinicians to rapidly determine the underlying cause of disease in patients in severe respiratory distress, leading to timely life-saving interventions, improved antibiotic custodianship, shorter ICU stays, and associated cost savings. Following a period of concordance testing between the EDX lab and the UKHSA lab, the assay has been transferred to EDX and clinical evaluation as part of regulatory documentation commenced in mid-May 2026, shortly after the year end.

2. **Scottish Prostate Cancer Initiative (SPCI)**

EDX is the lead provider of testing services in a partnership with the Graham Fulford Trust, a non-profit organisation with a long history of facilitating access to PSA testing for men in the UK. There has been limited PSA testing in Scotland historically and coupled with a large % of the cases that are detected being already late-stage, it was decided to embark upon an open enrolment project to establish PSA levels in approximately 25,000 men during the 12 months from February 2026, and to also establish a biobank of donated samples for future research to identify the most reliable biomarkers to complement PSA in early detection testing and screening. In

STRATEGIC REPORT (continued)

itself, this initiative is one of the largest UK studies of its kind and propels EDX into mainstream population health screening and real-world data collection in prostate cancer- a key area of commercial significance for EDX going forward. By the end of June 2026, EDX had completed testing of over 12,000 men.

The EDX Business Model

EDX is considered to be an early mover in the emerging digital diagnostics sector, having chosen to enter the sector at the time when much of the biological molecular science has been proven in the pharmaceutical industry, and the choice / costs of IT tools are increasing and falling respectively. The company does not engage in speculative basic research but develops and validates clinically useful diagnostic tests partnership with inventors and collaborators from academia or hospitals.

EDX benefits from access to a range of class-leading products and technologies through an ambitious partnership strategy and is building a support team of skilled staff at its main laboratory and office in Cambridge, UK, a recognised centre of excellence in the sector.
The company provides its clients – healthcare professionals, healthcare providers or payors (insurers) with access to a portfolio of highly reliable testing solutions, either as

- exclusive distributor for leading existing players (e.g.; distribution of advanced cancer profiling tests from Caris Life Sciences), or
- develops its own range of tests for laboratory use based on PCR technology in partnership with ThermoFisher Tin order to de-risk technical development and ensure scalability, or
- develops its own proprietary point of care test devices based on the patent-pending platform acquired by EDX with Hutano Diagnostics Ltd.

By focussing on providing healthcare professionals with unique products to improve their clinical management of patients the company is building a brand in the diagnostics sector that is trusted by doctors and addresses their key needs and those of their patients. We believe that answering these needs is fundamental to success in clinical diagnostics. Furthermore, similar issues determine a patient's access to healthcare pathways across UK and Europe, providing a large, market opportunity for clinical diagnostics, the market for which is increasingly clearly defined and regulated in the UK and Europe, growing strongly from its current base of around €20 billion annual spend. The UK, our home market and laboratory proving ground for new tests, is ranked highly amongst the big European markets (Germany, France, Italy and Spain), accounting for over 50% of the number of cancer patients and spend on in vitro diagnostics in Europe. This territory represents a viable core territory for EDX to expand into with its core product range during the coming financial year, via a series of strategic partnerships or an acquisition within the EU jurisdiction.

Despite the obvious value of and demand for improved diagnostic data amongst healthcare professionals, the increasing regulatory requirements for such products and services in the UK and Europe can lead to high initial costs whilst generating the data to secure regulatory and reimbursement access to multiple countries in Europe.

The directors believe that this combination of early technical, regulatory and economic hurdles is a deterrent to some competitors, making the future market increasingly difficult for new entrants to navigate. The extended 'transition period' for the enforcement of the In Vitro Diagnostics Directive in Europe and a parallel set of UK legislation is continuing to provide the company with flexible initial options and learning in order to prepare products for launch that will meet these future regulations and provide scalable revenues and profits.
Europe is unified by regulation, and at a high level, adopts similar medical practices increasingly driving usage of products that genuinely meet users and patients' needs. The directors consider that the EDX strategy and pipeline is viable and attractive, allowing for substantial future growth if well executed.

STRATEGIC REPORT (continued)

Many products start as assays provided as a service from the EDX laboratory in the UK, and with experience, they are validated to ISO 15189 standard and registered for UK sale with the MHRA. The simplification and validation of these assays enables the production of 'product kits' for use by other laboratories. It is the validation and regulatory approval of these kits that opens up the commercial opportunity of being able to sell across the European market at scale. This latter process, to obtain CE-IVDR certification can take 18-24 months and cost £450,000 - £1million plus annual maintenance fees and surveillance costs of £50,000-100,000 depending on the product category and risks involved in the product use. Given the costs associated with securing EU regulatory approval but the potential for pan-European sales, the selection of key products and platform technologies being progressed for CE-IVDR registration is critically and continually reviewed by the company.

Clinical adoption of new diagnostic products and technologies is gradual, and user feedback is critical in the early stages of product design and development - and essential for regulatory validation. In addition to robust technical performance in the EDX lab, 'user' performance studies at 3rd party facilities are a key part of the regulatory approval process and also provide an opportunity for the company to start working with users and potential future clients. These 'pilots' may require funding by the company or may involve grants and other contributions to costs from public and non-profit organisations. In general, where EDX prioritises a test for CE-IVDR registration, it also anticipates funding such studies itself, since the translation and regulatory approval of lab assays into products is a key means by which the company can achieve scale and establish its value as a strategic partner with regulatory and commercial market access across Europe.

The digital enablement of clinical diagnostics products and services is not optional, but a key requirement for product approval, market adoption and post-marketing surveillance, requiring efficient, secure IT infrastructure and systems complying with ISO 27001 and other specific EU/UK legislation on data security. Additional security protocols for working with public and private healthcare provider organisations are required. EDX is developing this experience in the UK in both public (NHS) and private sectors, where it is now providing secure access to patient test results to authorised users in both public and private healthcare institutions. The systems to provide traceability of samples and patient information are provided off site by a specialist IT provider with expertise in securely handling medical data, with real time back up and cybersecurity systems which hold personal consents and authorisations separately from encoded test results.

The in-house development efforts to create the next generation of point-of-care tests combined with mobile device and / or digital reader will provide a further opportunity to scale the business globally at the leading edge of real-time clinical information in the digital world.

The Group is becoming recognised as an exceptionally strong digital diagnostics partner for clinical healthcare providers, payors and technology innovators, with the realistic ambition to deliver an integrated clinical diagnostics service on the European stage:

- ✓ Exclusive focus on 'data-rich' molecular diagnostics for clinical use
- ✓ Deploying biological testing in both laboratory and 'point of care' as needed
- ✓ Validating tests and technologies against clinical needs and future regulatory requirements
- ✓ Fully secure, digital data acquisition, analysis and reporting including digital traceability

As the EDX Medical business gathers commercial momentum, our value will be increasingly based on a combination of factors contributing to our ability to generate future profitable revenues, including;

- the uniqueness and protection of our key product assets,
- the quality/reliability, scalability and regulatory acceptance of our solutions,
- the resilience and cost effectiveness of our digital infrastructure to deliver secure digital services

STRATEGIC REPORT (continued)

Having established foundations in the UK, the Group has initiated work to develop an efficient route to engage with European partners and clients in the 4 biggest markets in terms of cancer patients and IVDR spend (Germany, France, Italy and Spain). This footprint will also determine the selection of user sites for the provision of CE-IVDR data collection and then preparing market commercial market access as key products in the portfolio achieves CE-registration. This work is progressing, generating important insights and new relationships which are expected to support international expansion during the coming period 2026-27.

Competition and Market

The UK and European diagnostics market is highly fragmented – medical vs industrial use, clinical vs pharma medical use, laboratory use vs point of care devices - and with over £10bn products and services sold annually across the top 4 EU markets and UK with local language labelling and support information requirements. This focused territory appears to hold the potential rewards to justify the costs for CE-IVDR registration of key products, with secondary EU markets providing incremental income via a distributor network.

The clinical diagnostics sector is also highly innovative due to its use of bioscience and IT knowledge, creating multiple product choices for most uses. Users in the healthcare sector have indicated the challenge of staying up to date on the performance and quality of diagnostic tests, leading towards a reliance on a trusted provider who can ensure the reliability, quality and relevance of tests being deployed. EDX was established in response to this opportunity.

Most players in the diagnostic sector are based on a specific technology which is applicable to either laboratory or a point of care test format. In the interest of speed to market and better serving its clients, EDX provides a portfolio of its own and 3rd party products and has strong technical capabilities in both laboratory assay development and innovative point of care devices. With a growing 'toolbox' of class-leading products and capabilities to secure regulatory approvals, EDX has the ambition to secure a significant market position in Europe over the next five years by a combination of organic development and acquisitions.

The directors continue to believe that our depth of medical expertise and access to a range of technologies contributes significantly to our selection as preferred provider in a number of client organisations.

The clinical diagnostics market is seen as attractive but is facing a period of change driven by three main factors:

- increased regulatory requirements leading to rationalisation of the range of approved tests in the UK and Europe due to time and costs of competing in what is becoming a more regulated medical market;
- increased familiarity with testing and its benefits/cost effectiveness at both individual and population levels is encouraging broad uptake and confidence amongst individuals, public and private healthcare providers;
- significant technical improvements in reliability of tests combined with greater trust in the use of personal digital devices for reading and reporting data is driving direct consumer engagement.

It is likely that others will also seek to consolidate in the diagnostics sector and there will be competition for the best assets going forward, though EDX and its existing partnerships with ThermoFisher and Caris provide strong credentials for new partners.

Innovation & New Product Development - Key Driver of Business Growth

With experienced staff now working in the EDX laboratory in Cambridge, the company is committed to providing its clients with innovative products enabling them to deliver high quality, cost-effective personalised patient advice and treatment, and for partners who have developed a prototype assay, the company is a strong partner for validation and commercialisation of new assays in the UK and European clinical marketplace. The company resources are focused in the following areas of greatest impact:

STRATEGIC REPORT (continued)

- Improved sampling and extraction / processing for laboratory tests

  The ability to optimise and standardise the extraction of biological material from human samples such as blood, saliva and urine provides savings in time (flexibility) and costs by standardising laboratory procedures that will also meet future regulatory requirements.

- Translation of assays into IVDR-compliant 'kits' with strategic technology partner

  EDX and ThermoFisher are working to optimise several of the assays that EDX Medical is in-licensing and to develop laboratory test kits. These 'kits' will be documented and validated to meet the pending CE-IVDR regulations, enabling rapid scale-up at 3rd party or Group's own laboratories once approved.

- Improving the Performance, Accuracy and Reliability of Point of Care Tests

  We are now accelerating the Point of Care test development programme based on the IP and knowledge acquired with Hutano Diagnostics Ltd, to radically improve the performance and utility of 'point of care' tests. The patent-pending multiplex test platform will deliver a new standard in sensitivity and specificity, enabling rapid testing outside of the laboratory in global markets.

- Digitalisation - The Growing Importance of Timely and Accurate Data – Mobile solution

  Over the next 3 or so years, the 'digital reader' segment is forecast to grow at the highest rate in the lateral flow assays market. The use of mobile phones is the obvious next stage in making such test results universally accessible. EDX Medical has now developed a prototype 'universal' reader for use with multiple tests based on the EDX Point of Care Platform.

Key Strengths of the Business

The Directors believe that the strengths of the EDX Medical business are based on:

- Its focus on the clinical molecular diagnostics sector – driven from the UK and scalable into the top 4 EU markets based on its understanding of key disease risks and early detection – cancer, cardiovascular and infectious diseases
- A business model that is based on partnerships, quickly bringing access to proprietary tests for clients, coupled with a pipeline of own developments of increasing value. A core commitment to high level partnerships, exemplified by our close working relationship and collaboration agreement with ThermoFisher to develop commercial qPCR (Quantitative Polymerase Chain Reaction) assays and associated, scalable IVDR-compliant 'kits as well as distribution and licensing agreements with Caris Life Sciences Inc and others.
- A track record of delivery by the board and senior team in the healthcare and life sciences sector, supporting exceptional industry access and relationships;
- relatively low risk strategy based on both own developed and 3rd party tests and the provision of both 'laboratory tests' and 'point of care' testing;
- integration of advanced biology with digital tools to meet future performance and regulatory requirements;
- prior experience of scale-up of laboratory and point-of-care tests supply lines and capabilities;
- prior experience of digital integration with mobile device technology and CE-mark approval;
- early-mover advantage in the consolidating the European clinical diagnostics sector
- experience across a range of diagnostic technologies including PCR and sequencing and

STRATEGIC REPORT (continued)

Environmental and Social Matters

As an aspiring leader in clinical diagnostic testing and precision medicine, our mission is to advance health and well-being for all, by helping people take control of their health and enabling healthcare providers to better prevent, detect, and treat disease. We believe the success of our mission depends, in part, on our ability to attract, retain and motivate highly skilled and qualified personnel, partners and clients who share our values and this commitment.

We seek to help our employees balance professional and personal demands by maintaining a flexible work environment and competitive compensation and benefits programs. We foster a culture of caring, inclusion and internal progression to drive company performance by creating opportunities and experiences for learning, development, and a sense of belonging for all employees. The EDX leadership team encourage employees in all stages of their careers by providing access to senior leadership, education, and other valuable training resources.

Many of our team come from diverse gender, ethnic, and cultural backgrounds, providing a broad and rich experience base for the company to draw on and create long-term value for our shareholders. We provide competitive salaries, share ownership and bonus opportunities in addition to pension and an evolving benefit package.

We conduct ad hoc surveys to obtain feedback from our employees on employee engagement, Company strengths, focus areas, and cultural drivers. The results are reviewed by our Board of Directors and senior leadership, who endeavour to take prompt follow up actions. The company also initiated a board effectiveness review during the latter months of the reporting period, the results of which are being digested by the board currently.

EDX takes its corporate responsibility to its staff, partners, clients and most importantly, patients, very seriously. This drives our approach to prioritising our development and regulatory efforts by focussing on major diseases where we believe we can make a significant impact. We believe that our transparent approach and engagement helps build understanding and starts within our organisation by empowering our employees to become more engaged in their own well-being and that of our local community where we operate.

Our corporate social responsibility programme aligns with a clearly defined set of strategic priorities including the following:

• Patient Assistance: We work to improve overall health care quality and increase access to diagnostic testing for those in need by helping patients and healthcare providers find financial assistance in cases where reimbursement is not in place.

• Advocacy: We collaborate with patient advocacy and support organizations where we believe diagnostic testing can make a difference and improve the quality of life for patients.

• Sustainability: As described further below, we continue to explore ways in which we can minimize our environmental impacts through responsible operations and well-managed supply chains.

• Philanthropy: We provide financial support within our limited means to nonprofit organizations and may share the expertise of our employees with these organisations and the communities where we operate.

Environmental & Sustainability Policies

We strive to do business in ways that protect both the health and safety of our employees and the world in which we operate by establishing, promoting and maintaining a culture of sustainability and environmental responsibility.

As part of our ongoing climate action plan, we select providers of energy and services to the business who themselves have robust targets to reduce greenhouse gases as part of our long-term efforts to reduce emissions across our operations.

We recycle plastics used in our laboratory facilities and have implemented energy and water efficiency and other environmental-friendly features into the laboratory operations where available and economic.

The Audit Committee of our Board of Directors is responsible for reviewing and evaluating our health, safety, corporate responsibility policies including climate impact and sustainability. Going into the coming financial year, the company is expecting to relocate into a newly refurbished laboratory building in Cambridge, which meets higher environmental standards than physically possible in the current building. A new ESG policy will be developed to reflect this important step forward.

Key Performance Indicators ("KPI")

The Directors consider that the strategic goals of the business during the period were substantially met with rapid progression and validation of the in-licensed VAP assay in Cambridge, consolidation of the Group operations in Cambridge, including laboratory and point of care technologies, further equity financing of the company, the expansion of master service agreements with private healthcare providers in the UK and the initiation of the Scottish Prostate Cancer Initiative where EDX is the lead testing partner.

Section 172 Statement

The Directors understand the importance for the business and its stakeholders to act in good faith in a way that best promotes the success of EDX Medical and the benefit of shareholders as a whole, in line with its responsibilities under Section 172 of the Companies Act 2006. In applying this, they have had regard for the interest of EDX stakeholders, whilst preserving EDX's reputation and ensuring long-term sustainability of the Company.

The Board believes that considering our stakeholders in key business decisions is fundamental to our ability to drive value creation over the longer term. The Board considers its major stakeholders to be its employees, its suppliers, customers, and shareholders. The Directors continue to have regard to the interests of the Company's employees and other stakeholders, including the impact of its activities on the community, the environment and the Company's reputation, when making decisions.

Acting in good faith and fairly between members, the Directors consider what is most likely to promote the success of the Company for its members in the long term. In today's challenging economic environment, balancing the needs and expectations of our stakeholders has never been a more important task.

The Board regularly reviews our principal stakeholders and how we engage with them. The stakeholder voice is brought into the boardroom throughout the annual cycle through information provided by management and also by direct engagement with stakeholders themselves. The relevance of each stakeholder group may increase or decrease depending on the matter or issue in question, so the Board seeks to consider the needs and priorities of each stakeholder group during its discussions and as part of its decision making.

Our directors are bound by their duties under the Companies Act 2006 (the **Act**) to promote the success of the company for the benefit of our members as a whole taking into account the factors listed in Section 172 of the Act as follows:

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the Company.

STRATEGIC REPORT (continued)

The Board considered the best interests of its shareholders, including achieving value for money when considering key decisions taken during the year under review.

The table below acts as our s172(1) statement by setting out the key stakeholder groups, their interests and how EDX Medical has engaged with them over the reporting period. However, given the importance of stakeholder focus, long-term strategy and reputation, these themes are also discussed throughout this Annual Report.

STRATEGIC REPORT (continued)

Stakeholder	Their interests	How we engage
Our suppliers	• Workers' rights • Supplier engagement and management to prevent modern slavery • Fair trading and payment terms • Sustainability and environmental impact • Collaboration • Long-term partnerships • Supplier payment	• Initial meetings and negotiations • Seek preferred partnerships and collaborative development of new materials / assays • Enter into equitable, mutual non-disclosure undertakings • Feedback from suppliers • Board approval on significant changes to suppliers • Direct engagement between suppliers and specified company contact • Prompt payment of suppliers in line with supplier payment policy
Our Investors	• Comprehensive review of financial performance of the business • Business sustainability • High standard of governance • Success of the business • Ethical behaviour • Awareness of long-term strategy and direction	• Regular reports and analysis on investors and shareholders • Investor roadshows • Annual Report • Company website • Shareholder circulars • AGM • Stock exchange announcements • Press releases • Investor relations strategy for shareholder liaison
Our clients	• Timely and informative end to end service • Ease of access to information • Legal expertise • Timeliness • Safety • Data security	• Customer support service • Company reports • Press engagement • Marketing and communications • Customer surveys • Annual Report • AGM • Company Website
Regulatory bodies	• Compliance with regulations • Worker pay and conditions • Gender Pay • Health and Safety • Treatment of Suppliers • Brand reputation • Waste and environment • Insurance	• Audits and inspections • Company website • Stock exchange announcements • Annual Report • Direct contact with regulators • Compliance updates at Board Meetings • Consistent risk review
Community and Environment	• Sustainability • Human Rights • Energy usage • Recycling • Waste Management • Community outreach and CSR	• Oversight of corporate responsibility plans • Introduction of CSR initiatives • Workplace recycling policies and processes

STRATEGIC REPORT continued

The Strategic Report was approved by the Board of Directors on 02 September 2026.

Dr Michael Hudson - Chief Executive Officer

RISK MANAGEMENT REPORT

1. Early-stage business

EDX is at a pivotal but early stage of its development and still faces a number of operational, strategic and financial risks frequently encountered by pioneering companies creating new markets or bringing new products to market. There is no certainty that anticipated outcomes and sustainable revenue streams will be achieved. Any one or more of these risks could have a material adverse effect on the Group's business, financial condition and results of operations.

The Group's strategy is to generate value through the application of digital technology in combination with diagnostics, in most cases based on the accelerated development and validation of novel products being developed with third parties. The Group's future growth and prospects thus depends on its ability to develop, source or acquire products which have commercial appeal; to secure arrangements with suppliers and manufacturing partners on appropriate terms; to secure arrangements with contract sales organisations; to manage the growth of the business; and to continue to expand and improve operational, financial and management information, quality control systems and its commercialisation function on a timely basis whilst at the same time maintaining effective cost controls.

In addition, if the Group is unable to convince key opinion leaders or customers within its target market of the efficacy and economic benefits of its products, it may not achieve widespread adoption, which might have a material adverse effect on the Group, its business, financial situation, growth and prospects, including delays to anticipated revenues and profits.

While the Directors believe that there is a significant potential market for the Group's products and solutions, there can be no guarantee of commercial success which will be affected by various factors, some of which are beyond the Group's control, including: (i) the emergence of newer, more advanced products or technologies; (ii) the cost of the products (as well as competitors' products); (iii) regulatory requirements; (iv) clinician and patient perceptions of the validity and utility of the products; and (v) reluctance to adopt a new clinical approach. If the market fails to develop or develops more slowly than anticipated, the Group's commercial operations may not become successful and profitable.

2. High reliance on founders and other key individuals

The Group will continue to be dependent upon the contribution of founders, Professor Sir Christopher Evans and Dr Michael Hudson, who have been and are being joined by an enlarged group of highly experienced managers with required skills, including Martin Walton the Deputy Chair (together the "Enlarged Group"). In order to be able to achieve its plans the Group must recruit and retain suitably qualified personnel. Failure to retain key staff or to recruit suitability experienced staff when needed may have a material adverse effect on the Group's business, financial condition and results of operations.

3. Reliance upon intellectual property and know-how

The Group's future success may in part depend on its ability to monetise protected intellectual property rights, particularly patents relating to proprietary products. Obtaining and exploiting patents in the life sciences industry is legally and technically complex. EDX has engaged an external law firm with intellectual property expertise to review its patent strategy and to review such rights of 3rd party product development partners prior to commercial engagement.

The Directors are not aware of any infringement by the Group's existing or planned products of the intellectual property rights of any third parties. However, it is not economically viable to establish the existence of all third-party intellectual property rights and no formal freedom to operate search has been conducted on behalf of EDX.

Adverse judgments against the Group may give rise to significant liabilities in monetary damages, legal fees and/or an inability to develop, market or sell products, either in all or in particular territories using the affected Intellectual Property. All commercial agreements with product partners include clear limitation to such liability exposure for EDX.

RISK MANAGEMENT REPORT (continued)

Some of the Group's intellectual property rights are not capable of registration, such cases being embodied in 'know-how', trade secrets or software copyright. Therefore, the Group is reliant on internal processes and systems to protect such rights as far as possible. Whilst the Directors believe that our systems and processes afford adequate protection, there is a risk that they may not prevent misappropriation of the Group's intellectual property. No assurance is given that the Group will be able to acquire or develop products which are capable of being protected, or that any protection gained will be sufficiently broad in scope to exclude competitors from producing similar competing technology.

There can be no guarantee that third parties will not manage to independently develop products with similar functionality as the Group's products without infringing the Group's intellectual property rights, and there can be no guarantee that any such competing products would not have a material adverse effect on prospects of the Group.

4. Product development

The Group will primarily engage in product development and validation in order to meet the needs of customers and regulators and will conduct limited research itself. The Group will be involved in complex scientific areas in which the founders and senior team have significant experience delays or failure to produce results are commonplace in this industry.

The majority of the Group's products may require regulatory approval. If approval is required and is not successful or takes longer than anticipated, there may be an adverse impact on the Group's business, financial condition and results of operations. Clinical validation trials are costly and cannot be guaranteed to be successful.

5. Business development and growth

EDX intends to grow its business through the development and acquisition of new products, Intellectual Property or technologies. However, the Group may be unable to find suitable opportunities on attractive terms, or it may be unable to consummate such opportunities as a result of competition from other prospective acquirers, or due to its inability to finance such acquisitions.

Failure to complete any such acquisitions may have an adverse effect on the Group's business, results of operations, financial condition and future prospects.

Should such acquisitions proceed, there can be no assurance that the benefits from such acquisitions or licensing opportunities will be realised to the extent, or within the time frame, that the Directors may have anticipated.

In addition, these opportunities may involve a number of risks, including the diversion of management's attention to unforeseen difficulties in relation to an acquired product, unanticipated costs and liabilities, the implementation of new operating procedures and disruption of the Group's ongoing business at that point in time.

Any delays or unexpected costs incurred in connection with product acquisitions, including significant one-time capital expenditures, may result in dilutive issues of equity securities, increased debt or other contingent liabilities, adverse tax consequences, deferred consideration charges and the recording and later amortisation of amounts related to deferred consideration and certain purchased intangible assets. Any of which items could have an adverse effect on the Group's business, results of operations, financial condition and future prospects.

The Group is negotiating a number of agreements or collaborations with third parties and may also in the future enter into further ventures, partnerships or other collaborative arrangements with third parties. There is a risk that such arrangements may not be commercially successful, and it is possible that the working relationship between the parties may break down, that substantial costs and/or liabilities may be incurred in attempting to deliver the product or service in question, and/or that the arrangement may not yield the expected returns.

There is a risk that parties with which the Group has business relationships, including its partners and those with which it collaborates, may become insolvent or may otherwise become unable or unwilling to fulfil their obligations as part of the arrangement. This could detrimentally affect projects upon which the parties are collaborating and could adversely affect the Group's ability to deliver the products or services in question, which may in turn have a negative impact upon its business, financial position and prospects. It may also result in the Group having to input further capital into the project in order to ensure that delivery of the project remains unaffected. This extra cost could in turn adversely affect the business, revenues and profitability of the Gro

RISK MANAGEMENT REPORT (continued)

6. Potential liabilities

EDX's activities expose it to potential product liability and professional indemnity risks that are inherent in the development and manufacture of medical products and devices. EDX operates under a rigorous quality management system in accordance with its UKAS accreditation under ISO-15189, which is partly designed to mitigate such risks. Under such accreditation, the Group has a validated 'Business Continuity Plan' in place, the objectives of which are to re-establish a normal business activity level or a sustainable on-going business level in as short a period as possible following any business interruption. In order to achieve this, EDX maintains an accurate and current record of:

- the critical equipment, functions and activities of the organisation
- required responses to anticipated risks to the operations of the organisation
- detailed, prioritised and timetabled response to an emergency situation
- the key roles, responsibilities and contacts to respond to an emergency.

If the Group produces any products which are defective, or which are alleged to be defective, it may face a product liability claim in respect of those products. In the UK and in member states of the European Union, consumers who suffer property damage or personal injury because of a defective product may be able to recover compensation (up to certain prescribed limits) from the producer of that product, without needing to prove the producer was at fault for the defect.

Any serious quality or safety incident may result in adverse reporting in the media, which in turn may damage the Group's public relations and could potentially interrupt its business. This in turn could affect the Group's financial condition, operational results and prospects, including damage to the Group's reputation and/or its brands.

The Group could incur costs in connection with any such proceedings. The Group's existing and future relationships and reputation could also be adversely affected with consequential adverse effects on its business development, growth and revenue prospects.

In addition, any product liability claim brought against the Group, with or without merit, could result in an increase of the Group's product liability insurance rates or the inability to secure cover in the future. There can be no assurance that future necessary insurance cover will be available to the Group at an acceptable cost, if at all, or that, in the event of any claim, the level of insurance carried by the Group or in the future will be adequate or that a product liability or other claim would not have an adverse impact on the Group's business, prospects, results of operations and financial condition.

7. Regulatory risks

EDX customers generally provide regulated healthcare services, and the Group will therefore be subject to relevant industry regulations in the countries in which it operates. When expanding beyond the UK, its activities in its new locales will be subject to any relevant regulations of those countries. Should the requirements of any country in which the Group is looking to market its products not be satisfied, the Group may be restricted from expanding its business in that country. The regulations governing the Group's activities in the countries in which it operates may also be subject to change without prior notice. Any such changes or amendments may significantly impact on the business of the Group.

Where regulatory approval is required, the timescales for regulatory approval being given can be affected by various factors, some of which are outside the Group's control, such as: changes to regulatory requirements, trial recruitment rates, and the results of clinical tests. Delays in regulatory approval could impact upon the timeline for delivery of the product and ultimately have a financial impact upon the Group and its prospects.

RISK MANAGEMENT REPORT (continued)

If any of the Group's partners or customers, or the Group itself, were to breach applicable regulations, the Group may incur substantial additional costs to remedy the breach and ensure future compliance with the regulatory requirements in order to avoid breaching the agreement with that partner or customer. The failure of a third party properly to comply with their contractual duties or regulatory obligations could have an adverse effect on the Group's ability to generate profits as well as its ability to source premium products. Further, any action taken by a third party that is detrimental to the Group's reputation could have a negative impact on the Group's ability to register its trademarks and other forms of Intellectual Property protection, and/or market and sell its products.

8. Reputational risk

EDX's reputation is central to its future success in terms of the products and services it provides, the relationships it currently has and intends to develop in the future with distributors, partners and customers, the way in which it conducts its business and the financial results which it achieves. The Group may face reputational risk arising from a number of factors, including failure to deal appropriately with legal and regulatory requirements, ethical practices, fraud, privacy, record-keeping and other trading practices, as well as market risks inherent in the Group's business.

The failure, or allegations or perceptions of failure, of the Group to deal appropriately with legal and regulatory requirements, privacy, record-keeping, sales and trading practices or its failure to meet the expectations of the press and the general public, as well as its customers, suppliers, employees, shareholders and other business partners may have a material adverse effect on the Enlarged Group's reputation, business, results of operations, financial condition and future prospects.

9. Additional financing

The Group expects to incur significant costs in connection with development, commercialisation and Intellectual Property protection of its products and technology. The Group's financing requirements depend on numerous factors, including the rate of market acceptance of its products, its ability to attract distributors and customers and other factors that may be outside of the Group's control. The Group may require additional financing in the medium-to-long term, whether from equity or debt sources, to finance working capital requirements or to finance its growth through future stages of development.

Any additional share issue may have a dilutive effect on Shareholders, particularly if they are unable to, or choose not to, subscribe by taking advantage of rights of pre-emption that may be available. Debt funding may require the lender to take security over the assets of the Group, which may be exercised if the Group were to be unable to comply with the terms of the relevant debt facility agreement. Failure to obtain adequate future financing on acceptable terms, if at all, could cause the Group to delay, reduce or abandon its development programmes or hinder commercialisation of its product portfolio and could have a material adverse effect on the Group's business.

10. Counterparty risk

There is a risk that parties with whom the Enlarged Group trades or has business relationships may become insolvent, in which case this could have an adverse impact on the Group's business, revenue, financial condition, profitability, results, prospects and/or future operations. This risk may be higher where the counterparty is located or registered outside the United Kingdom, as the costs of enforcing the Group's rights to payment or performance may be higher than would be the case in the United Kingdom.

11. Competition

The life sciences market has become more competitive. Established categories are becoming crowded as they mature and there has been a significant increase in smaller companies who are entering the industry. Even though the Existing Directors and Proposed Directors believe that the Enlarged Group has a competitive advantage in this space, the Enlarged Group may face competition from organisations which have greater capital resources. This could hinder the Enlarged Group's ability to compete successfully in the market. In addition, the Directors anticipate that the Enlarged Group will face increased competition in the future as new companies enter the market and alternative products, strategies and technologies become available. Increased competition from new and existing companies, including as a result of their aggressive pricing, may have a material adverse effect on the Enlarged Group's financial results. If the Enlarged Group's business model is successful it may be replicated by other organisations, some of which may have greater resources than the Enlarged Group.

RISK MANAGEMENT REPORT (continued)

12. Reliance on information technology systems

EDX is highly reliant on its information technology systems for the processing, transmission and storage of electronic data relating to research, operations and financial reporting. A significant portion of communications among the Group's personnel, partners, customers and suppliers relies on the efficient performance of information technology systems. The success of the Group is dependent on its technical capabilities, and it relies to a significant extent on the efficient and uninterrupted operation of its own and the systems of its suppliers and partners. Despite the Group's security measures and back-up systems, its information technology and infrastructure may be vulnerable to attacks by hackers, computer viruses or malicious code or may be breached due to employee error, malfeasance or affected by other disruptions, including as a result of natural disasters or telecommunications breakdown or other reasons beyond the Group's control. If one or more such events occur, it could cause material disruptions or delays to the Group's operations and result in the loss of revenues as well as confidential information and know-how, which could expose the Group to liability and cause its business and reputation to suffer. The Group may also be required to expend significant capital and other resources to alleviate problems caused by such breaches or failures. Any of the foregoing could have a material adverse effect on the Group's prospects, results of operations and financial condition.

The Group mitigates this risk by having robust systems including firewalls, multi factor authentication and other internal controls.

13. External environment risks

Consideration is given to the impact of the external environment. Issues such as political instability and economic factors like inflation and interest rates are regularly reviewed for impacts on the risk profile of EDX. More recently US tariffs have created uncertainty in Global markets although EDX is not yet impacted.

CORPORATE GOVERNANCE REPORT

Overview

As Chair of the Board of Directors of EDX Medical Group plc it is my responsibility to ensure that EDX has both sound corporate governance and an effective board. As Chair, my responsibilities include effectively leading the Board, supervising the Company's corporate governance approach, engaging with shareholders, and ensuring that excellent information flows freely and in a timely way between the executive and non-executive directors.

EDX has adopted the provisions of the Quoted Companies Alliance Corporate Governance Code (**QCA Code**), which requires companies to adopt and comply with each of the principles or explain non-compliance. This report refers to the framework of these recommendations and describes how we have used them. Where we have deviated from the QCA Code, we have explained this below.

The Board believes that corporate governance is more than just a set of guidelines; rather it is a framework which underpins the core values for running the business in which we all believe, including a commitment to open and transparent communications with stakeholders. We believe that good corporate governance improves long-term success and performance.

We will provide annual updates on our compliance with the QCA Code as released in 2023.

QCA CODE PRINCIPLES

1. ESTABLISH A PURPOSE, STRATEGY AND BUSINESS MODEL WHICH PROMOTES LONG-TERM VALUE FOR SHAREHOLDERS

The Board has determined that the Company's growth strategy will deliver the greatest medium and long-term value to its shareholders.

The Company's purpose and plans for growth are centred on extending and improving quality of life through smart testing. EDX provides individuals and organisations with reliable, high-performance tools and services for predicting and managing disease. The Company creates, develops and validates digitally enabled diagnostic products and services to help predict disease risk, inform clinical decision-making and accelerate the development of new medicines in the areas of cancer and infectious diseases. EDX is actively introducing a range of innovative new diagnostic tests. These digitally enabled products and services will set new standards in risk assessment.

A more detailed description of the Company's purpose, strategy and business model is set out in the Strategic Report on pages 7 to 17. The Company's strategy is reviewed, assessed and revised at Board meetings as required.

EDX will also continue to create value through acquisition, partnerships and strategic investments.

2. PROMOTE A CORPORATE CULTURE THAT IS BASED ON ETHICAL VALUES AND BEHAVIOURS

The Board recognises that its decisions regarding strategy and risk will impact the corporate culture of the Company as a whole, which in turn will impact the Company's performance. The Directors are aware that the tone and culture set by the Board will impact all aspects of the Company and the way that advisers or other representatives behave. The corporate governance arrangements adopted by the Board are designed to instil a firm ethical code to be followed by directors, advisers, and representatives alike throughout the organisation.

The Company strives to achieve and maintain an open and respectful dialogue with its professional advisers, regulators, suppliers, and other stakeholders. The Directors consider that, at present, the Company has an open culture facilitating comprehensive dialogue and feedback, thus enabling positive and constructive challenge.

CORPORATE GOVERNANCE REPORT (continued)

In accordance with the QCA Code the Board monitors and promotes a healthy corporate culture which it assesses through weekly team meetings as well as annual one to one meetings between a Board member and each employee.

The Company has adopted a code for directors' dealings in securities which is appropriate for a company whose securities are traded on AIM, a market operated by the London Stock Exchange, and is in accordance with the requirements of the UK Market Abuse Regulation (**MAR**).

3. SEEK TO UNDERSTAND AND MEET SHAREHOLDER NEEDS AND EXPECTATIONS

We believe that a mutually trusting relationship between shareholders and the Board is vital for a well-governed organisation to fulfil its commercial goals. As a result, the Board provides clear and transparent information to shareholders about our financial position and strategy.

EDX seeks to provide effective shareholder communications through periodic financial reports, along with Regulatory News Service announcements and trading updates published on its website.

The Board prioritises reviewing the efficacy of shareholder interactions on a regular basis and ensures that efforts are taken to increase engagement based on shareholder feedback. The Board also interacts with shareholders through official meetings such as the annual general meeting (**AGM**), which allows the Board to meet, listen to, present and provide information to shareholders. General meetings were held in July 2025 and July 2026 to increase the Company's authority to issue shares to facilitate further fundraising, if required, for the future growth and development of the Company. These meetings provided a further opportunity for Board engagement with shareholders.

4. TAKE INTO ACCOUNT WIDER STAKEHOLDER INTERESTS, INCLUDING SOCIAL AND ENVIRONMENTAL RESPONSIBILITIES AND THEIR IMPLICATIONS FOR LONG-TERM SUCCESS

We recognise that the Board is responsible not only to its shareholders, but to a wider group of internal (members of staff) and external (customers, suppliers, regulators and others) stakeholders. EDX acts with integrity and values its people, from its members of staff to those who form the communities with which it engages. The Board has put in place a range of processes and systems to ensure there is close oversight and contact with its key resources and relationships.

The Board is kept up to date on wider stakeholder feedback in order to be informed about stakeholder viewpoints on crucial issues for them and our business. Due to the current size and stage of development of the Company, we consider our impact on our stakeholder network and wider society to be minimal. Further information on stakeholders is included in the s. 172 statement in the Strategic Report on pages 7 to 17. At Board meetings, the Directors consider their responsibilities under s.172 of the Companies Act 2006 in all decisions taken, as set out in the s.172 statement in the Strategic Report.

5. EMBED EFFECTIVE RISK MANAGEMENT, INTERNAL CONTROLS AND ASSURANCE ACTIVITIES, CONSIDERING BOTH OPPORTUNITIES AND THREATS, THROUGHOUT THE ORGANISATION

The Board is responsible for determining the nature and extent of significant risks that may have an impact on our operations, and for maintaining a risk management framework.

The Board has carried out a robust assessment of the principal risks and uncertainties affecting our business, considered how these could affect operations, performance and solvency and what mitigating actions, if any, can be taken. The Risk Management Report on pages 18 to 22 outlines the principal risks to the business.

CORPORATE GOVERNANCE REPORT (continued)

The Audit and Risk Committee has been delegated responsibility for monitoring risk management systems, to ensure an effective system of financial controls is maintained to support timely and accurate reporting of financial information for review by the Board and the Company's external auditors.

6. ESTABLISH AND MAINTAIN THE BOARD AS A WELL-FUNCTIONING, BALANCED TEAM LED BY THE CHAIR

The Board is currently comprised of an independent non-executive Chair, Jason Holt, Senior Independent Director, Professor Trevor Jones and three executive directors: Deputy Chair, Martin Walton, Dr Michael Hudson and Professor Sir Chris Evans. Both Jason Holt and Trevor Jones are deemed independent by the Board. Neither have any business dealings or material relationship with the Company other than their director appointments.

We note that the QCA Code advises that at least half of the Board should be independent non-executive directors, with a minimum of two independent non-executive directors. As noted above, Jason Holt and Trevor Jones are considered independent. It is our intention to appoint an additional independent non-executive director to the Board during the course of the next financial year to ensure the Board achieves the optimum balance between executive and non-executive directors.

We believe that the directors have the necessary experience, skills and capabilities to adequately inform and oversee the execution of the Company's strategy for the benefit of the shareholders over the medium to long-term. They each have wide-ranging experience in relevant sectors along with an extensive network of relationships to draw on. We intend that any new independent non-executive director appointed to the Board will have appropriate financial and commercial experience.

Directors are required to commit as much time as deemed reasonably appropriate to conduct their duties. Conflicts of interest are monitored and dealt with effectively. The Board is aware of its directors' other responsibilities and interests, and any changes are communicated to and, where appropriate, agreed upon by the rest of the Board.

For the year to 31 March 2026, the directors' attendances at Board and committee meetings were as follows:

	Board	Audit & Risk Committee	Remuneration Committee
Prof Christopher Evans	19/21	3/3	-
Jason Holt	19/21	-	4/4
Michael Hudson	20/21	-	-
Prof Trevor Jones	18/21	-	4/4
Martin Walton	21/21	3/3	-

7. MAINTAIN APPROPRIATE GOVERNANCE STRUCTURES AND ENSURE THAT INDIVIDUALLY AND COLLECTIVELY THE DIRECTORS HAVE THE NECESSARY UP-TO-DATE EXPERIENCE, SKILLS AND CAPABILITIES

The Company's governance structures are appropriate for its size and stage of development. During the year, and as part of the Company's preparations for AIM admission in May 2026, the Board carried out a thorough review of its matters reserved, committee terms of reference and other key governance policies, including the securities dealing code, making updates as required to ensure that the Company's governance arrangements are aligned with and supportive of the Company's strategy, purpose, corporate culture, appetite for risk and maturity.

The Board meets regularly and the directors continuously maintain an informal dialogue between themselves.

CORPORATE GOVERNANCE REPORT (continued)

The Chair is responsible for the effectiveness of the Board as well as being a primary contact for shareholders, while the execution of the Company's strategy is a matter for all Board members. The Board delegates authority to two committees to assist it with accomplishing its business objectives and maintaining a strong system of internal control and risk management. The committees meet separately from the Board. The current governance structure is outlined below:

Audit and Risk Committee

The Audit and Risk Committee is chaired by Martin Walton (who has recent and relevant financial experience) with Chris Evans as the other member. The committee has primary responsibility for monitoring the quality of internal controls and ensuring that the financial performance of the Company is properly measured and reported on.

We note that the committee is not comprised of a majority of independent non-executive directors as required by the QCA Code. However, in view of the size of the Board and stage of the Company's development, the composition of the Audit and Risk Committee is currently deemed appropriate. This will be reviewed upon the appointment of an additional non-executive director.

Please see the Audit and Risk Committee Report on page 33 for details of the committee's activities during the year.

Remuneration Committee

The Remuneration Committee is chaired by Trevor Jones, with Jason Holt as a member. The committee considers and approves matters relating to remuneration for executive directors and senior management.

The Remuneration Committee is also responsible for making recommendations to the Board on proposals for the granting of share awards and other equity incentives pursuant to any share award or equity incentive schemes in operation from time to time.

Considering the size of the Board, the Directors do not consider it necessary to establish a nomination committee, however the Directors will keep this under review.

Please see the Remuneration Committee Report on pages 38 to 44 for details of the committee's activities during the year.

Company secretary

EDX's Company Secretary, One Advisory Limited (**One Advisory**), helps ensure Board procedures are followed and supports the Chair in maintaining high standards of corporate governance. One Advisory also assists with MAR compliance and shareholder meetings, including the AGM.

Directors' ongoing development

Although there is no formal process for keeping directors' skills current, directors are encouraged to undertake additional training where needed. The Company's lawyers, auditors, company secretary and nominated adviser provide regular updates on governance, financial reporting and the AIM Rules for Companies. The Board may also seek advice from other external bodies when required.

Executive directors' personal and professional development needs are considered through the Company's performance and development assessment process. Non-executive directors are encouraged to discuss any personal development or training needs with the Board.

8. EVALUATE BOARD PERFORMANCE BASED ON CLEAR AND RELEVANT OBJECTIVES, SEEKING CONTINUOUS IMPROVEMENT

Board performance review process

The Board intends for a board performance review to be carried out annually, with an independent external review being carried out every three years in line with good governance practice.

Between March and July 2026, as commissioned by the Chair, One Advisory conducted a performance review of the Board and each of its committees. The objectives, process and scope were agreed in advance with the Chair.

An online bespoke questionnaire was sent to all directors, the Chief Financial Officer and the Chief Commercial Officer for completion. The questionnaires were then supplemented with interviews carried out by One Advisory. Both the questionnaires and interviews covered purpose and strategy, board agendas and meetings, the Chair, talent and culture, board composition and dynamics, and reporting and risk management. A skills matrix was also developed to supplement the review.

One Advisory collated the anonymised findings from the questionnaires and interviews and reviewed them with the Chair, together with the completed skills matrix. The initial report did not identify any material areas of concern and highlighted several important strengths for EDX to build on, including strong technical capability and experienced, committed Board members. The Chair was also viewed positively for providing structure, openness and constructive challenge.

The initial report identified recommendations to enhance Board and committee effectiveness, including the need for greater alignment between clearly defined strategic priorities and measurable commercial delivery plans, supported by a stronger focus on commercial capability and market engagement.

These outcomes have been incorporated into an action plan for the coming financial year. The plan includes updating scheduled Board meeting agendas to allocate sufficient time for deep dives on strategic priorities, enhancing Board reporting on progress against strategic objectives and commercial delivery plans, and reviewing board and committee composition.

Succession planning

The Board recognises the importance of effective succession planning in supporting the Company’s long-term resilience, stability and success. It is committed to ensuring that the Board and senior management team maintain an appropriate balance of skills, experience and knowledge to support the delivery of the Company’s strategic objectives.

Succession planning is reviewed by the Board on a regular basis and includes consideration of both the development of internal talent and, where appropriate, the identification of external candidates. The recent board performance review and skills matrix exercise have assisted the Board in identifying its future needs and the results of these exercises will be taken into consideration when making future appointments to the Board.

9. ESTABLISH A REMUNERATION POLICY WHICH IS SUPPORTIVE OF LONG-TERM VALUE CREATION AND THE COMPANY’S PURPOSE, STRATEGY AND CULTURE

EDX’s remuneration policy is designed to support the delivery and attainment of the Company's purpose, business model, strategy, and culture. We are committed to applying the recommendations of the QCA Code, QCA

CORPORATE GOVERNANCE REPORT (continued)

Remuneration Committee Guide and the Investment Association's Principles of Remuneration. Further details on the Company's remuneration policy can be found in the Remuneration Committee Report on pages 38 to 44.

10. COMMUNICATE HOW THE COMPANY IS GOVERNED AND IS PERFORMING BY MAINTAINING A DIALOGUE WITH SHAREHOLDERS AND OTHER KEY STAKEHOLDERS

The Board is committed to maintaining good communications and having constructive dialogue with its shareholders in compliance with regulations applicable to companies whose securities are traded on AIM. Shareholders are encouraged to attend the Company's AGM, where they are given the opportunity to interact with the Directors.

Investors also have access to current information on the Company through its website and via any of the directors, who are available to answer investor relations enquiries.

Investors also have access to governance-related material, including annual and interim reports, on the Company's website at https://edxmedical.co.uk/ together with regulatory announcements and presentations.

The Board maintains that if a resolution is passed by a general meeting with 20% or more votes against it, the Board will investigate the reason for the result and take appropriate action if necessary.

CORPORATE GOVERNANCE REPORT (continued)

Board of Directors – Biographies

Jason Holt

Independent Non-Executive Chair

Date of appointment

14 November 2022

Skills and experience

Jason is an experienced director and accomplished leader who brings clarity, strong governance and a consistent focus on key priorities, including safety, customer satisfaction and cost control in challenging markets.

During 2020 and 2021 Jason was the UK's Chief Executive for coronavirus testing, responsible for briefing the Prime Minister, Cabinet of the United Kingdom and the Secretary of State. Jason oversaw the initial launch of nation-wide testing including the establishment of the first 'Megalab'.

Between 2017 and 2020, Jason was Senior Vice President Global Transformation of Swissport International and then Chief Executive of Swissport Western Europe, where he also played an instrumental role in establishing the aviation sector's Covid 19 testing at airports.

Following an initial career in the RAF, where he attended the UK's Empire Test Pilots' School, Jason subsequently held senior business transformation roles and directorships with airline companies including Virgin Atlantic, Easy Jet and Cargolux.

Jason holds an LLB and a BSc in Psychology from the University of London. He also holds an MBA from London Business School, Massachusetts' Institute of Technology and Harvard Law School.

External appointments

Jason is currently appointed by the Secretary of State as the Chair of the Dover Harbour board, Europe's busiest port, as well as chairing the Great Western Air Ambulance charity and chairing the board of Bristol Airport.

Committee membership

Remuneration Committee

Martin Walton

Executive Deputy Chair

Date of appointment

12 February 2025

Skills and experience

Martin is an experienced corporate leader and company director with a 35-year career in finance and investment, including multiple life sciences transactions. He has served as fractional CEO or CFO for companies including Actimed Therapeutics Ltd, where he led funding rounds in 2023 and 2024, and QuantuMDx Group, where he negotiated China rights, global distribution agreements and the company's sale to a strategic buyer. He was also a board member of the Liverpool Life Sciences Accelerator Partnership from 2014 to 2023.

Martin has served as Vice Chair of Simbec-Orion Group and Executive Chair of Iota Sciences Ltd. He founded Arix Bioscience with Professor Sir Chris Evans, which listed on the LSE in 2017, and co-founded Arthurian Life Sciences Ltd, manager of the top-decile Wales Life Sciences Investment Fund. Earlier in his career, he spent 25 years in investment banking and management, including as Vice Chair of Toronto-Dominion Bank, where he led Wholesale Banking across Europe and Asia-Pacific.

Martin holds a BA (Hons) from Oxford University.

CORPORATE GOVERNANCE REPORT (continued)

Board of Directors – Biographies (continued)

External appointments

Martin is currently Chair and CEO of Bradshaw Consulting Ltd, a strategic advisory group assisting companies and shareholders in creating, generating and realising value from investments in the life sciences and tech sectors. Martin is also a director of Interrad Medical LLC and Lyodx Ltd.

Committee membership

Audit and Risk Committee (Chair)

Dr Michael Hudson

Chief Executive Officer

Date of appointment

14 November 2022

Skills and experience

Mike is an internationally experienced entrepreneur, corporate director and builder of distinctive life science and healthcare businesses. For almost 20 years he ran international businesses in health, nutrition and bioingredients for Unilever, Bristol-Myers Squibb and Royal Numico before joining the private equity/venture sector in 2000. He has advised on or led over 20 transactions and strategic partnerships with a combined value of over $2 billion including sales, listing, mergers, acquisitions and integrations, whilst serving on boards in the UK, USA, Sweden, Netherlands and Singapore. Mike has also supported governments in the UK, New Zealand and Malta and multiple university and public sector research institutes in developing life science strategies.

Mike obtained a BSc, PhD, DIC and ARCS in Life Sciences from Imperial College, where he was awarded a Scholarship in Life Sciences, an Exhibition in Science and the Governors Graduation Prize. His PhD was sponsored by Tenneco Corporation, and he was awarded a Spencer Scholarship to collaborate with Oregon and Washington state universities. He also completed the Unilever Business Education Programme and the International Leadership Programme at The Graduate School of Business, Indiana University, sponsored by Bristol-Myers Squibb.

External appointments

Mike is a non-executive Director of Elixa Mediscience Ltd.

Committee membership

None

CORPORATE GOVERNANCE REPORT (continued)

Board of Directors – Biographies (continued)

Skills and experience

Chris is a renowned scientist and highly successful entrepreneur with numerous prestigious awards and medals for his work over the last 30 years, during which time he has founded and built more than 50 medical companies from start-up, successfully taking 20 of them public on stock exchanges across six countries.

Throughout his career, Chris has created 11 successful academic spin-out companies and has played a leading role in the development, financing, and growth of a substantial portfolio of healthcare and biotechnology businesses.

Chris directed the fundraising activities of the Merlin Biosciences Funds and played a pivotal role in several landmark transactions, including the sale of BioVex Group, Inc. to Amgen Inc., Piramed Limited to the Roche Group, and Arakis Limited to Sosei Co., Ltd. Through Merlin Ventures Limited, he also co-founded and advised Biotech Growth Trust plc.

His portfolio of successful ventures includes Chiroscience, Celsis, ReNeuron, Vectura, BioVex, and Merlin Biosciences Ltd. Latterly, he founded Arix Bioscience plc, the oncology specialist Ellipses Pharma Limited, and Excalibur Healthcare Services Ltd.

Chris has a BSc from Imperial College London and a PhD from the University of Hull. He was awarded an OBE for his services to biosciences and enterprise in 1995, followed by a knighthood in 2001.

External appointments

Chris is a director of Merlin Scientific Consulting Limited and executive Chair of Ellipses Pharma Limited.

Committee membership

Audit and Risk Committee

Professor Trevor Jones CBE EMedSci

Senior Independent Director

Date of appointment

14 November 2022

Skills and experience

Trevor has had a distinguished career across pharmaceuticals, biotech and academia. He was head of development at The Boots Co Ltd before joining The Wellcome Foundation as board director for research and development, where he led major product development programmes and managed more than 2,500 scientific, technical and medical staff. He was involved in The Wellcome Trust share offering, the disposal of its vaccine's interests to Medeva and the reintegration of biotechnology into the Wellcome/GSK business, where he led new product in-licensing. Until August 2004, he spent 10 years as Director General of the Association of the British Pharmaceutical Industry, leading government relations for 100 UK pharmaceutical companies.

CORPORATE GOVERNANCE REPORT (continued)

Board of Directors – Biographies (continued)

Trevor has a BPharm and PhD from King's College, London. He holds honorary degrees, fellowships and gold medals from seven universities, was awarded Honorary Fellowship of the Royal College of Physicians and the British Pharmacological Society, was elected to the French Academie Nationale de Pharmacie, and was elected as a Fellow of The Academy of Medical Sciences and also as a Fellow of the Learned Society of Wales. He has published extensively and is on the editorial board of a number of journals. He was awarded a CBE for his services to the pharmaceutical industry in 2003.

External appointments
Trevor is a non-executive director of Tangram Therapeutics plc and California-based Techimmune LLC. He is also an advisor to The Academy of Pharmaceutical Sciences (APS), a senator for The European Federation of Pharmaceutical Sciences (EUFEPS), and a visiting professor at King's College, London having held visiting Chairs at Strathclyde University and the University of North Carolina.

Committee membership
Remuneration Committee (Chair)

Jason Holt
Chair | EDX Medical Group plc

AUDIT AND RISK COMMITTEE REPORT

The Audit & Risk Committee comprises Martin Walton as chairman and Professor Sir Christopher Evans as the other Member. The Committee has primary responsibility for monitoring the quality of internal controls and ensuring that the financial performance of the Group is properly measured and reported on. The Committee is expected to meet at least twice a year to review annual reporting and interim reporting and at any other times as deemed necessary.

Role and responsibilities

Pursuant to its terms of references, the Committee is responsible for, inter alia, the following:

- Ensuring the Group has followed appropriate accounting standards and made appropriate estimates and judgments.
- Reviewing the adequacy and effectiveness of internal controls.
- Reviewing the effectiveness of the external auditor, including their appointment or removal.
- Determining the remuneration of the external auditor.
- Monitoring any significant changes to accounting policies.

Significant issues considered by the Audit & Risk Committee

No significant issues were considered by the Audit and Risk Committee during this financial year.

Additionally, the Committee oversaw on behalf of the Board the compiling, completion and review of the yearly audited accounts undertaken by PKF Littlejohn LLP.

The Committee continually reviews any risks financial or macro-economic or otherwise to the organisation.

Risk management and internal controls

The Committee reviews the effectiveness of the Group's internal financial controls and risk management systems. On at least an annual basis, it will review the practical implementation of such controls. As the Group laboratory activities are regulated under ISO accreditation, the Head of Quality, Regulatory Affairs and Compliance provides ongoing internal supervision of operational risks and mitigation, and reports are submitted to the Audit and Risk Committee on a routine basis.

Whilst there is currently not considered a need for an internal audit function due to the size and stage of development of the Group and the adequacy of present controls, the Committee will keep under continual review the necessity of such a role.

External audit

The Committee meets periodically with the Group's external auditor, without the presence of management, to discuss key audit matters and review audit findings reports. Any recommendations made by the external auditor are considered and, if appropriate, acted upon.

PKF Littlejohn LLP were appointed as auditor in 2022. In line with guidance, EDX will rotate auditor through an audit tender process no later than 2031.

Auditor independence

The Committee maintains responsibility for reviewing and monitoring the external auditor's independence and objectivity as well as their qualifications, expertise and the effectiveness of the audit process, taking into consideration relevant UK and other relevant professional and regulatory requirements. The Committee have considered the auditor's independence and continues to believe that PKF Littlejohn LLP is independent within the meaning of all UK regulatory and professional requirements, and the objectivity of the audit engagement partner and audit staff are not impaired.

Martin Walton
Chairman of the Audit and Risk Committee
02 September 2026

DIRECTORS' REPORT

The Directors present their report with the financial statements of the Group and the Company for the year ended 31 March 2026.

Principal activities and business review

The principal activities of the Group during the year under review consisted of building a portfolio of digital diagnostic assets through partnerships and own development and establishing the operations and infrastructure in order to commence initial commercial operations in the period.

The requirements of the business review have been considered within the Strategic Report.

Results and dividends

An analysis of the Group's performance is contained within the Strategic Report. The Group's income statement is set out in the consolidated statement of comprehensive income and shows the Loss for the year.

The Directors have not recommended the payment of a dividend in respect of the financial year to 31 March 2026 (2025: £0.00 per Ordinary Share).

Directors

The Directors and brief biographies are detailed on the company website at https://edxmedical.co.uk.

The Directors of the Company who served during the year were:

Prof Sir Christopher Evans OBE
Jason Holt
Michael Hudson
Prof Trevor Jones CBE
Martin Walton

Director's emoluments

Directors' emoluments during the year under review are set out in the remuneration committee report

DIRECTORS' REPORT (continued)

Directors' interests

The beneficial interests of the Directors in the Ordinary Shares of the Group on 31 March 2026 are set out below:

Ordinary shares

	No.	%	No.	%
	31-Mar-26		31-Mar-25	
Prof Sir Christopher Evans	136,220,293	33.08%	135,985,714	36.6%
Dr Michael Hudson	20,650,000	5.01%	20,506,474	5.51%
Jason Holt	4,835,000	1.17%	4,400,000	1.18%
Prof Trevor Jones	289,074	0.07%	289,074	0.08%
Martin Walton	165,714	0.04%	145,714	0.04%

Substantial shareholders

In addition to the Directors' shareholdings, the Group had been notified of the following shareholding of 3% or more in the ordinary share capital of the Group as at 31 March 2026. Currently there have been no changes after date to these holdings.

As at the year-end, 31 March 2026:	Number of shares	Percentage of issued share capital
Bridgemere Securities LTD	38,970,000	9.46%
Vidacos Nominees Limited	30,333,332	7.37%
Countywide Developments Limited	24,166,667	5.87%

As at the year-end, 31 March 2025:		
Bridgemere Securities LTD	38,970,000	10.5%
Vidacos Nominees Limited	27,339,047	7.4%
Countywide Developments Limited	24,166,667	6.5%

Share capital

Details of the changes in the share capital of the Group during the period are set out in Note 23.

DIRECTORS' REPORT (continued)

Employees

Given the limited number of employees, the Group undertakes a tailored approach to employee engagement based on the needs and skills of each employee and having regard to employees' interests in decisions taken by the Board. As the Group grows, EDX will look to introduce more formal employee engagement mechanisms.

Engagement with suppliers, customers and others in a business relationship with the Group

Details of the Group's engagement with its stakeholders during the year are set out in the Section 172 statement in the Strategic Report.

Energy and carbon reporting

The Group is aware that it needs to measure its operational carbon footprint in order to limit and control its environmental impact. However, given the very limited nature of its operations during the year under review, it has not been practical to measure its carbon footprint and intends to do so in time for its next annual report. In compliance with the Companies Act 2006 and in conjunction with the Guidance on Streamlined Energy and Carbon Reporting (SECR), EDX is classed as a 'Low Energy User' due to the low energy intensive nature of our business and operations. The Group will, once relevant, work on and implement targets and initiatives aimed at reducing any adverse impact of our business on the environment and the communities in which we operate.

Statement of corporate governance arrangements

The Group has adopted the Quoted Companies Alliance Corporate Governance Code "QCA Code". See the Corporate Governance Report for more details.

Political and charitable donations

The Group made £nil of charitable donations during the year ended 31 March 2026 (2025: £nil). The Group made no political donations during the year ended 31 March 2026 (2025: £nil).

Post-balance sheet events

See Note 31.

Share buy backs

The Group did not acquire any of its own shares during the year under review.

Financial instruments

Disclosures in respect of the Group policy regarding financial instruments and risk management are contained in Note 26 to the financial statements.

Directors' third-party indemnity provisions

The Group has taken the opportunity to purchase Director's & Officers Liability Insurance.

Statement of disclosure to auditors

So far as each Director is aware, there is no relevant audit information of which the Group's auditors are unaware.

Each Director has taken all the steps that they ought to have taken as a Director in order to make himself or herself aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

PKF Littlejohn LLP has expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

DIRECTORS' REPORT (continued)

Going concern basis

The Board continues to adopt the going concern basis to the preparation of the financial statements as it is confident of the Group continuing operations into the foreseeable future.

The Board's forecasts for the Group include due consideration for contracted minimum revenues, potential future capital in-flows, continued operating losses, and a projected increase in cash-burn of the Group for a minimum period of at least twelve months from the date of approval of these financial statements. However, the Group forecasts assume that further equity fundraising will be required in the next twelve months in order to implement its growth strategy and operate as a going concern. Although the entity has had past success in fundraising and continues to attract interest from investors, making the Board confident that such fundraising will be available to provide the required capital, there can be no guarantee that such fundraising will be available and, accordingly, this constitutes a material uncertainty over going concern, which the auditors have made reference to in their audit report.

Notwithstanding the above, the Board has considered various alternative operating strategies should these be necessary in the light of fundraising not being available and actual trading performance not matching the Group's forecasts given current macro-economic conditions and is satisfied that such revised operating strategies could be adopted, if and when necessary. This includes the ability to call upon Sir Christopher Evans, a Director of the Group, to extend sufficient loans. Therefore, the Directors consider the going concern basis of preparation is appropriate.

The financial statements have been prepared on a going concern basis and do not include the adjustments that would be required should the going concern basis of preparation no longer be appropriate.

Jason Holt
Chairman
02 September 2026

REMUNERATION COMMITTEE REPORT

Chairman's introduction

I am pleased to present our Remuneration Committee report for the year ended 31 March 2026.

The Remuneration Committee comprises of myself, Prof Trevor Jones CBE, as Chairman, and Jason Holt as the other member. Other Directors may attend by invitation of the committee, but it is a fundamental principle that no individual should be able to participate in discussions about their own remuneration. The Committee's main responsibilities are to make recommendations to the Board as to the remuneration of the Directors and the terms of their services. The Committee also makes recommendations to the Board relating to incentive schemes for all employees pursuant to share options schemes or otherwise.

One of the most significant reviews during this financial year was that related to the introduction of the EDX Medical Group plc Enterprise Management Incentive Plan ("EMI Plan") and the EDX Medical Group plc Non-Enterprise Management Incentive Plan ("Non-EMI Plan"), both of which were approved by shareholders at the Company's 2025 AGM. Further details are provided below regarding awards made under these plans during the year.

In line with the Quoted Companies Alliance Corporate Governance Code and our previous practice, we will put this Remuneration Committee Report to an advisory resolution at our 2026 AGM. We will also put the new Remuneration Policy, set out within this report, to a separate advisory resolution at our 2026 AGM. Thereafter, the Remuneration Policy will be put to advisory shareholder vote every three years and when a significant amendment is introduced.

The new Remuneration Policy was approved by the Board on 12 August 2026 and been designed to align with the company's purpose, strategy and culture, as well as its stage of development. It intends to motivate directors and promote the long-term growth of shareholder value.

Role and responsibilities

The Committee met four times during the year. Pursuant to its terms of reference, its responsibilities include:

- Determining the broad framework for the remuneration of the Directors.
- Determining the policy for and scope of pension arrangements of the Directors.
- Approving the implementation of share options schemes, subject to the approval of the Board, granting new share options and overseeing other incentive arrangements for all staff.
- Determining the base salary and bonus arrangements of the Directors.

Share Options

Employee share options via an LTIP were granted during the year.

Directors' remuneration

For the year to 31 March 2026

Director	Salary	Fees	Total
	£	£	£
Christopher Evans	36,000	345,000	381,000
Michael Hudson	15,000	240,000	255,000
Trevor Jones	36,000	-	36,000
Jason Holt	70,000	-	70,000
Martin Walton	15,000	174,000	189,000
Total	**172,000**	**759,000**	**931,000**

REMUNERATION COMMITTEE REPORT (continued)

For the year to 31 March 2025

Director	Salary	Fees	Total
	£	£	£
Christopher Evans	36,000	240,000	276,000
Michael Hudson	15,000	240,000	255,000
Trevor Jones	36,000	-	36,000
Jason Holt	70,000	-	70,000
Martin Walton	1,882	20,000	21,882
Total	**158,882**	**500,000**	**658,882**

Remuneration policy

The EDX Medical Group plc remuneration policy (**Remuneration Policy**) is designed to:

- have regard to the Company's appetite for risk;
- align to the Company's purpose and strategy;
- be appropriate to the Company's stage of development;
- promote the long-term growth of shareholder value;
- be supportive of and reinforce the Company's desired corporate culture and promote the right behaviours and decisions;
- be simple and easy for directors to understand;
- where and to the extent appropriate, foster alignment with shareholders through meaningful stake building; and
- link a significant proportion of reward to corporate and individual performance.

The key objectives of the Remuneration Policy are to:

- develop remuneration packages which motivate the executive directors and support the delivery of business objectives in the short, medium and long term;
- align the interests of the executive directors with the long-term interests of shareholders;
- encourage executive directors to operate within the risk parameters set by the board of the Company (**Board**); and
- ensure the Company can recruit and retain high-quality directors through packages which are fair and attractive, but not excessive.

In order to ensure that the Remuneration Policy fulfils its objectives, the following items have been key considerations in the policy's adoption:

Alignment with shareholder interests
To best align with the interests of shareholders, executive rewards are closely linked to financial performance, operational excellence and long-term value generation.

Competitive, performance-linked pay
To ensure that those falling within the scope of the policy are incentivised to achieve the highest levels of performance, a significant proportion of total executive director remuneration is performance-based, with clearly defined metrics. To drive performance further and ensure that the Company attracts and retains the highest quality of talent, pay levels are benchmarked against comparable UK-listed firms, adjusted for size and complexity.

REMUNERATION COMMITTEE REPORT (continued)

Scope
The Remuneration Policy is used by the Remuneration Committee to assist in determining the total individual remuneration package of each executive director, and by the Board to assist in determining non-executive director fees.

Framework
The remuneration framework is comprised of fixed and variable components in order to meet the policy's objectives. The components are defined as follows:

Element	Purpose and link to strategy	Operation	Maximum Opportunity	Performance Metric
Fixed				
Base salary	A competitive fixed salary designed to attract and retain the executive directors, reflecting their role and experience.	Salaries are reviewed annually in line with the financial year. Base salaries are set at appropriate levels based on comparable-sized listed companies, with due account taken of market capitalisation and scale of revenues.	Salary levels and any adjustments are considered annually by the Remuneration Committee, taking into account the responsibilities of the role, individual contribution, market benchmarks and the Company's stage of development. The Remuneration Committee will normally take into account the increase awarded across the general workforce together with inflation, as measured by CPI, while retaining discretion to approve a higher or lower increase where appropriate.	When setting base salary, the Remuneration Committee considers individual performance, Company performance and relevant external benchmarks.
Pension and benefits	N/A	The Company does not provide pension contributions or pension allowances to executive directors. The Remuneration Committee believes that executive remuneration is appropriately aligned with shareholder interests through salary, discretionary incentives and equity participation arrangements. This position on pensions contributions or allowances to executive directors will be kept under regular review. The Company may provide reasonable benefits, including reimbursement of business	N/A	N/A

		expenses, professional subscriptions, tax advice, relocation support or other benefits considered appropriate by the Remuneration Committee. Such business-related expenses are reimbursed in accordance with the Company's Expenses Policy, including the tax thereon if determined to be a taxable benefit.		
Variable				
Annual bonus	Incentivises the executive directors to perform at the highest level, while focusing on the delivery of the strategic goals of the Company for the financial year and aligning the individual's remuneration with the delivery of shareholder value.	Annual bonuses are determined by the Remuneration Committee following the financial year end. In determining any bonus outcomes, the Remuneration Committee will consider individual executive director performance, including against any pre-determined objectives or targets set, and overall business performance.	The Remuneration Committee will determine annual bonus opportunity levels for each executive director. Maximum opportunities will typically reflect the scope of the role, individual responsibilities and the Company's stage of development, and will not exceed 100% of salary.	Discretionary bonus payments will be linked to, and consistent with, overall business performance and shareholder experience as well as the achievement of personal objectives and targets.

Share-based awards	Support the recruitment and retention of executive directors, aligning interests with shareholders such that the executive directors maximise returns to shareholders by successfully delivering the Company's objectives over the longer term.	Awards may be granted to executive directors under the EDX Medical Group plc Enterprise Management Incentive Plan and the EDX Medical Group plc Non-Enterprise Management Incentive Plan, or under any share-based award plan to be approved by shareholders in due course, from time to time at the Remuneration Committee's discretion. The vesting terms, performance conditions and holding requirements for any award will be determined by the Remuneration Committee, having regard to the Company's circumstances and strategic objectives and taking into account the rules of the relevant share-based award plan. The Remuneration Committee shall determine whether and to what extent to apply (where authorised by the relevant share-based award plan) any malus and/or clawback provisions. The Remuneration Committee retains the right to exercise its discretion, if allowed by the relevant share-based award plan, in the event of the ceasing of employment. If employment ceases during the vesting period, awards will, by default, lapse in full.	Awards are made at the Remuneration Committee's discretion up to a maximum percentage of 100% of salary.	When exercising its discretion to grant share-based awards to executive directors, the Remuneration Committee will set performance targets based on such financial and non-financial measures as it considers appropriate, having regard to the Company's long-term strategic objectives.
Non-executive director fees	Set to a level that enables the recruitment and retention of high-calibre non-executive directors and that reflects the amount of time and level of involvement required to carry out the duties as members of the Board and its committees.	Non-executive directors are paid a base fee plus reasonable expenses. No additional fees are paid to non-executive directors or the chairman of the Company for membership or chairmanship of committees. Base fees for non-executive directors are set with reference to market rates. In line with market practice for growth-oriented companies, the Company may, at its discretion, grant share option awards to non-executive directors as a means of	There is no prescribed maximum annual increase. Any increases to fee levels are guided by movements in market rates and the general salary increases for the broader employee population. Non-executive director fees are reviewed annually,	N/A

		aligning their interests with those of shareholders and supporting the long-term success of the Company. Any such awards will be structured to ensure that they do not constitute a significant element of overall non-executive director remuneration and will be subject to appropriate safeguards, including restrictions on participation in performance-related incentive plans and adherence to relevant corporate governance guidelines. The Chair and non-executive directors do not take part in discussions on their remuneration. The continuance of appointment is contingent on continued satisfactory performance, and re-election by the Company's shareholders in accordance with the Company's articles of association and the Quoted Companies Alliance Corporate Governance Code. If shareholders do not re-elect directors, or if directors are retired or removed, appointment will terminate automatically with immediate effect and without compensation.	considering time spent on Company matters.	

Malus and Clawback

Malus and clawback provisions may be applied to variable remuneration awarded to the executive directors.

Malus refers to the reduction or cancellation of unvested variable pay before it is delivered, while clawback refers to the recovery of variable pay that has already been awarded. These provisions may be triggered in cases such as material misstatement of financial results, gross misconduct, serious breach of company policy, significant failure of risk management, or regulatory or legal sanctions arising from the executive directors' actions or omissions.

Clawback may be enforced for up to five years following the date of payment. The Remuneration Committee has sole discretion to determine whether and to what extent malus or clawback should be applied (where authorised by the share award plan where this is relevant), ensuring decisions are fair, proportionate, and compliant with applicable laws and regulations.

New Hires

When hiring a new director, the Remuneration Committee will align the remuneration package with the Remuneration Policy. In hiring a new member of the executive team, the Remuneration Committee may also make a 'buy-out' award to an external candidate in compensation for any remuneration arrangements forfeited on leaving a previous employer. In making such an award, the Remuneration Committee will take into consideration relevant performance conditions, vesting periods and the form in which the award was made.

REMUNERATION COMMITTEE REPORT (continued)

It is usual that any 'buy-out' awards will be made on a comparable basis. In exceptional circumstances, the Remuneration Committee may make an exceptional award under one of the Group's existing incentive plans to compensate a candidate for any remuneration arrangements forfeited on leaving a previous employer. The Remuneration Committee would only consider making such awards where the individual has lost an award due to joining the Company, and awards will be subject to continued employment and performance conditions, as appropriate. Following the appointment of a new executive director, the shareholders will be informed of the details as soon as practicable.

Review

The Remuneration Policy is reviewed by the Remuneration Committee and recommended to the Board for approval on an annual basis, so that it remains appropriate for the Company. The Remuneration Committee considers the following in its review:

<u>Group Employment Conditions</u>

The pay and conditions of employees throughout the Company are considered when determining the remuneration arrangements for the executive directors, although no direct comparison metrics are applied. Remuneration arrangements are determined throughout the Company based on the same principles within the Remuneration Policy.

<u>Shareholder Considerations</u>

Shareholder considerations, received through ongoing dialogue and feedback on directors' remuneration, are considered when determining remuneration to ensure the structure of director remuneration remains appropriate. The Remuneration Committee will seek to engage directly with major shareholders and their representative bodies should any material changes be made to the Remuneration Policy.

<u>Market Conditions</u>

Market conditions and competitive analysis including benchmarking will be considered in the review of the Remuneration Policy to ensure that the policy remains competitive and appropriate for the Company, as it grows.

Remuneration Committee Discretion

The Remuneration Committee retains discretion to make any payments, notwithstanding that they are not in line with the policy set out above, where the obligation to make such payments arose before the policy came into effect or before the relevant individual became a director of the Company.

The Remuneration Committee will operate the variable pay plans according to their respective rules. The Remuneration Committee retains certain discretion in respect of the operation and administration of these arrangements. In addition, the Remuneration Committee retains the ability to adjust the targets and/or set different measures if events occur which cause it to determine that the conditions are no longer appropriate, and the amendment is required so that the conditions achieve their original purpose and are not materially less difficult to satisfy.

Shareholding Guidelines

A formal shareholding requirement for executive directors has yet to be introduced, but the Remuneration Committee will consider the appropriateness of implementing a shareholding requirement within its annual review of the Remuneration Policy.

Professor Trevor Jones CBE ....
Chairman of the Remuneration Committee
02 September 2026

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report, strategic report, annual report and the financial statements in accordance with applicable laws and regulations.

Company law requires the Directors to prepare Group and Parent Company financial statements for each financial year. Under that law, they are required to prepare the Group and Parent Company financial statements in accordance with UK-adopted international accounting standards and applicable law.

Under company law, the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and Parent Company and of their profit or loss for that period.

In preparing each of the Group and Parent Company financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable, relevant, reliable and prudent;
- For the Group financial statements, state whether they have been prepared in accordance with UK-adopted international accounting standards;
- For the Parent Company financial statements, state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the Parent Company financial statements; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Parent Company's transactions and disclose with reasonable accuracy at any time the financial position of the Parent Company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Professor Sir Christopher Evans

02 September 2026

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EDX MEDICAL GROUP PLC

We have audited the financial statements of EDX Medical Group Plc (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2026 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated and Company Statements of Changes in Equity, the Consolidated and Company Statements of Cash Flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK-adopted international accounting standards and as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

In our opinion, the group financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 March 2026 and of the group's loss for the year then ended;
- have been properly prepared in accordance with UK-adopted international accounting standards;
- the parent company financial statements have been properly prepared in accordance with UK-adopted international accounting standards and as applied in accordance with the provisions of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2 in the financial statements, which indicates that conditions exist that may cast doubt on the group's ability to continue as a going concern. The group incurred a net loss (after tax) of £5,757,996 (2025: £3,594,391) and incurred operating cash outflows of £4,366,047 (2025: £3,468,037) and is dependent on the group's ability to obtain additional financing and generate profitable operations in the 12 months from the date at which these financial statements were signed. As stated in note 2, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the group's ability to continue to adopt the going concern basis of accounting included:

- Reviewing the cashflow forecast and budgets for the period to the end of September 2027 and corresponding key assumptions and considered significant events immediately after this period. This included but was not limited to consideration of the following: funding arrangements and related cashflows, planned expansions, projects, and capital expenditures;
- Evaluating the group's procedures and controls for preparing and reviewing the budgets and cash flow forecasts covering at least the going concern period;
- Assessing and challenging the key assumptions in the underlying cashflow forecasts, including challenging sensitivity analysis on plausible changes to the cashflow forecasts;
- Discussions with management regarding future plans and funding to support the operations of the group and parent company;
- Reviewing the group's post year end performance to assess the accuracy of the cashflow forecast; and
- Reviewing management's going concern paper and ensuring the underlying key assumptions are congruent to the cashflow forecast provided, including testing the mathematical accuracy and appropriateness of the assumptions used to prepare the cashflows and agreeing the cashflows to supporting documentation or reasonableness in comparison to historic cashflows.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Our application of materiality

The scope of our audit was influenced by our application of materiality. The quantitative and qualitative thresholds for materiality determine the scope of our audit and the nature, timing and extent of our audit procedures. We determined materiality for the financial statements to be

The materiality applied to the group financial statements as a whole was £124,000 (2025: £90,000). This was calculated based upon 2% of group expenditure (2025: 2% of group expenditure), which was considered to be the most appropriate benchmark as the entity is still in its start-up phase and group expenditure represent the most significant and recurring financial activity during the period.

We use performance materiality to reduce to an appropriately low level, the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Performance materiality of £86,700 (2025: £63,000) was set at 70% of materiality due to the assessed risk and our accumulated audit knowledge and experience of the group.

Materiality for the parent company financial statements as a whole was set at £85,000 (2025: £75,000). This was calculated based upon 2% of the parent company's gross assets and capped below group materiality. Gross assets was chosen as the benchmark as the investments in the subsidiaries are the most significant balances within the parent company financial statements. Performance materiality was set at £60,000 (2025: £59,000) based on 70% of materiality (2025: 70%) for the same reasons as for the group.

We agreed to report to the audit committee any corrected or uncorrected identified misstatements exceeding £6,190 (2025: £4,000) for the group and £6,000 (2025: £4,000) for the parent company, in addition to other identified misstatements that warranted reporting on qualitative controls.

We applied the concept of materiality both in planning and performing the audit, and in evaluating the effect of misstatement. No significant changes have come to light during the audit which required a revision of our materiality for the financial statements as a whole

Our approach to the audit

Our audit is risk based and is designed to focus our efforts on the areas at greatest risk of material misstatement, aspects subject to significant management judgement as well as greatest complexity, risk and size.

The group includes the parent company and its subsidiaries EDX Medial Limited, Torax Biosciences Limited, Hutano Diagnostics Limited and EDX Medical Ireland Limited.

The scope of our audit was based on the significance of components operations and materiality. Each component was assessed as to whether they were material or not to the group by either size or risk. The parent company and EDX Medical Limited were identified as the material components and as a result a full scope audit was carried out on these entities. The other subsidiaries were not determined to be material and as a result these have been scoped out of testing.

As part of designing our audit, we determined materiality, as above, and assessed the risk of material misstatement in the financial statements. In particular, we looked at areas involving significant accounting estimates and judgement by the directors and considered future events that are inherently uncertain. These areas of estimate and judgement included:

- the recoverability of internally generated intangible assets, investments in subsidiary undertakings and intra-group receivables, as the future research and development results are inherently uncertain;

- the accounting for equity instruments including the convertible loan notes which was assessed as an area which involved significant judgements by management.

We also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material uncertainty related to going concern section we have determined the matters described below to be the key audit matters to be communicated in our report.

<table>
<tr><th>Key Audit Matter</th><th>How our scope addressed this matter</th></tr>
<tr><td>Valuation of investments and intra-group receivables (Company) (Note 15 and 16)</td><td></td></tr>
<tr><td>Investments in subsidiaries of £8.9 million and intra-group receivables of £15.5 million (though eliminated on consolidation), represent a significant proportion of the parent company’s statement of financial position.

The recoverability of these balances is directly linked to the financial performance of the subsidiaries. Due to the nature of the subsidiaries and early stage of the research projects, the assessment of the recoverability of these balances is subject to significant estimates and judgements and hence there is a risk that they may not be fully recoverable.

Management have forecasted a turnaround of the business in 2027 which relies on a significant increase in revenue and fundraising to avoid an impairment. Should this turnaround plan not be successful in 2027, there may be a requirement to impair the carrying value of the investments and intra-group receivables.

As a result of the size of the balances and the inherent uncertainty in future performance, this has been designated as a key audit matter in the year.</td><td>Our work in this area included:
▪ Obtaining documentation to confirm the ownership of the subsidiaries at the year end;
▪ Considering the recoverability of investments and intra-group receivables by reference to underlying net asset value;
▪ Obtaining and reviewing management’s impairment papers in respect of investments, providing appropriate challenge and corroboration for any assumptions made;
▪ Obtaining and reviewing management’s expected credit loss (ECL) calculations in respect of intra-group receivables, assessing compliance with IFRS 9 and providing appropriate challenge and corroboration for any assumptions made;
▪ Considering whether there are indicators of impairment in accordance with IAS 36 Impairment of Assets;
▪ Obtaining the Group’s impairment assessment and challenging the reasonableness of key assumptions to external and internal data, including budgets, cash flow forecasts and discount rates; and
▪ Reviewing the disclosures in the accounts to ensure the key accounting judgements are appropriately disclosed.

We have reviewed the group’s impairment assessment that supports the carrying value of its investments in subsidiaries and intragroup receivables and note that the value is dependent on the group’s ability to continue to develop and commercialise new products. The ability to achieve this is reliant on the group raising sufficient funds within the next twelve months to enable the continued development and commercialisation of the new products. If the group is unable to raise the required funds in the next twelve months, this will put strain on the subsidiaries ability to deliver their growth plans which may lead to potential impairment of the parent company’s investment.</td></tr>
</table>

Carrying value of intangible assets (Group) (Note 13)	
As part of the group's historic acquisitions, intangible assets have been recognised in relation to Patents, Licenses, trade names and acquired technology. These assets are subject to periodic impairment assessments which require significant judgement and estimation around the future earnings potential of these cash generating units. Management have forecasted a turnaround of the business in 2027 which relies on a significant increase in revenue and fundraising to avoid an impairment. Should this turnaround plan not be successful in 2027, there may be a requirement to impair the carrying value of the intangible asset. As a result of the size of the balances and the inherent uncertainty in future performance, this has been designated as a key audit matter in the year.	Our work in this area included: ▪ Obtaining documentation to confirm ownership of the assets as at the year end; ▪ Substantively testing other additions during the year to ensure in line with the recognition criteria of the Group; ▪ Obtaining the Group's impairment assessment and challenging the reasonableness of key assumptions to external and internal data, including budgets, cash flow forecasts and discount rates. Where applicable, we will involve our valuation specialists in benchmarking the key assumptions used by management to market/ industry comparatives, where possible; ▪ Evaluating the reasonableness of cash flows and projections in the model through comparison to actual and prior period performance; ▪ Verifying the integrity of the data and mathematical accuracy of supporting calculations; ▪ Performing sensitivity analysis on key assumptions to ascertain the impact of possible changes which would eliminate the headroom over carrying value; ▪ Evaluating management's assessment of expected useful economic lives; ▪ Considering whether any other indicators of impairment are present under IAS 36 having reference to internal and external factors; and ▪ Reviewing appropriateness of the capitalisation and valuation policy of intangible assets in accordance with IAS 38. We have reviewed the group's projections and value in use calculations that supports the carrying value of the intangible assets and note that the value is dependent on the group's ability to continue to develop and commercialise new products. The ability to achieve this is reliant on the group raising sufficient funds within the next twelve months to enable the continued development and commercialisation of the new products. If the group is unable to raise the required funds in the next twelve months, this put strain on the group's ability to deliver the growth plan which may lead to an impairment of the intangible assets.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the group and parent company financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the group and parent company financial statements, the directors are responsible for assessing the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the group and parent company and the sector in which they operate to identify laws and regulations that could reasonably be expected to have a direct effect on the financial statements. We obtained our understanding in this regard through discussions with management and industry research;
- We obtained an understanding and evaluated the design and implementation of controls that address fraud risks of the group and parent company;
- We determined the principal laws and regulations relevant to the group and parent company in this regard to be those arising from:
    - the Companies Act 2006;
    - UK tax legislation;
    - Employment Law;
    - Anti-Bribery and Money Laundering Regulations;
    - Compliance with certain ISO certifications held; and
    - General Data Protection Regulation.
- We designed our audit procedures to ensure the audit team considered whether there were any indications of non-compliance by the group and parent company with those laws and regulations. These procedures included, but were not limited to:
    - Enquiring of management regarding potential non-compliance;
    - Reviewing legal and professional fees to understand the nature of the costs and the existence of any non-compliance with laws and regulations;
    - Reviewing minutes of meetings of those charged with governance and Regulatory News Service announcements;
    - Reviewing accounting ledgers for any unusual journal entries which may indicate non-compliance;
- We also identified the risks of material misstatement of the financial statements due to fraud. We considered, in addition to the non-rebuttable presumption of a risk of fraud arising from management override of controls, that the potential for management bias was identified in relation to the areas of judgement outlined in the 'Our approach to the audit section,' and also in revenue recognition. Audit testing was designed to address each of these areas.
- As in all of our audits, we addressed the risk of fraud arising from management override of controls by performing audit procedures which included, but were not limited to: the testing of journals; reviewing accounting estimates for evidence of bias; evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business; and reviewing bank statements during the period to identify any large and unusual transactions where the business rationale is not clear.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone, other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Andrew Simpson (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP
Statutory Auditor

30 Churchill Place
Canary Wharf
London E14 5RE

2 September 2026

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Note	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Continuing operations			
Revenue	4	330,541	122,608
Cost of sales		(477,191)	(93,165)
Gross (loss)/profit		(146,650)	29,443
Other income	5	-	200,342
Research and development costs		(94,320)	(98,394)
Administrative expenses		(5,493,436)	(4,381,634)
Impairment of intangible asset	13	(109,202)	-
Operating loss	7	(5,843,608)	(4,250,243)
Finance income		5,775	539,866
Finance expense		(3,926)	(14,249)
Net finance income	6	1,849	525,617
Loss before taxation		(5,841,759)	(3,724,626)
Taxation	10	83,763	130,235
Loss for the year		(5,757,996)	(3,594,391)
Other comprehensive income			
Other comprehensive income for the year		-	-
Total comprehensive loss for the year attributable to owners of the parent		(5,757,996)	(3,594,391)
Earnings per share from continuing operations attributable to owners of the parent:			
Basic and diluted loss per share (pence)	12	(1.50)	(1.03)

The notes on pages 60 to 94 form part of these financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Company registered number 13277385	**Note**	**31 March 2026**	**31 March 2025**	**1 April 2024**
		£	£	£
ASSETS			(Restated)[1]	(Restated)[1]
Non-current assets				
Intangible assets	13	139,811	234,161	113,852
Property, plant and equipment	14	245,638	245,087	291,593
Right-of-use assets	20	121,657	141,034	296,961
Total non-current assets		507,106	620,282	702,406
Current assets				
Trade and other receivables	16	431,503	472,337	423,919
Other current assets	17	104,743	42,813	196,454
Cash and cash equivalents	18	2,915,765	2,402,630	4,070,705
Total current assets		3,452,011	2,917,780	4,691,078
Total assets		3,959,117	3,538,062	5,393,484
EQUITY AND LIABILITIES				
Equity				
Share capital	22	4,118,446	3,720,589	3,473,576
Share premium	22	16,884,880	12,043,737	9,155,014
Treasury shares	23	(224,083)	(224,083)	-
Share based payment reserve	23	116,141	5,729	-
Warrant reserve		-	-	17,567
Merger relief reserve	22	6,709,469	6,709,469	6,709,469
Reverse acquisition reserve	22	(8,461,500)	(8,461,500)	(8,461,500)
Contingent consideration	22	35,637	35,637	50,910
Retained losses	22	(17,013,666)	(11,255,670)	(7,661,279)
Total equity		2,165,324	2,573,908	3,283,757
Non-current liabilities				
Non-current lease liability		-	-	123,270
Deferred tax	11	17,634	19,230	20,825
Borrowings	25	-	5,331	11,676
Total non-current liabilities		17,634	24,561	155,771
Current liabilities				
Trade and other payables	19	1,698,362	815,531	665,409
Borrowings	25	886	792	-
Lease liability	20	76,911	123,270	159,489
Convertible loan - debt		-	-	631,319
Convertible loan - derivative		-	-	497,739
Total current liabilities		1,776,159	939,593	1,953,956
Total liabilities		1,793,793	964,154	2,109,727
Total equity and liabilities		3,959,117	3,538,062	5,393,484

[1] The prior year figures have been restated, refer to note 30 for further details.

The consolidated financial statements on pages 53 to 59 were approved by the board of Directors on 02 September 2026 and signed on its behalf by Professor Sir Christopher Evans.

Professor Sir Christopher Evans – Director

The notes on pages 60 to 94 form part of these financial statements.

COMPANY STATEMENT OF FINANCIAL POSITION

Company number 13277385	**Note**	**31 March 2026 £**	**31 March 2025 £**
ASSETS			
Non-current assets			
Investments	15	8,867,955	8,867,955
Total non-current assets		8,867,955	8,867,955
Current assets			
Trade and other receivables	16	15,632,534	10,993,485
Total current assets		15,632,534	10,993,485
Total assets		24,500,489	19,861,440
EQUITY AND LIABILITIES			
Equity			
Share capital	22	4,118,446	3,720,589
Share premium	22	16,884,880	12,043,737
Treasury shares	23	(224,083)	(224,083)
Share based payment reserve	23	116,141	5,729
Merger relief reserve	22	6,709,469	6,709,469
Contingent consideration	22	35,637	35,637
Retained losses	22	(3,876,902)	(2,633,011)
Total equity		23,763,588	19,658,067
Current liabilities			
Trade and other payables	19	736,901	203,373
Total current liabilities		736,901	203,373
Total liabilities		736,901	203,373
Total equity and liabilities		24,500,489	19,861,440

As permitted by Section 408 of the Companies Act 2006 the Group is exempt from the requirements to present its own statement of comprehensive income. The Group's loss for the financial year was £1,243,891 (2025: £1,047,609).

The financial statements on pages 53 to 59 were approved by the board of Directors on 02 September 2026 and signed on its behalf by Professor Sir Chrisopher Evans.

Professor Sir Christopher Evans - Director

The notes on pages 60 to 94 form part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital £	Share premium £	Other reserves £	Share based payment reserve £	Merger relief reserve £	Warrant reserve £	Reverse acquisition reserve £	Contingent consideration £	Retained losses £	Total equity £
As at 1 April 2024 (restated)[1]	3,473,576	9,155,014	-	-	6,709,469	17,567	(8,461,500)	50,910	(7,661,279)	3,283,757
Loss for the year	-	-			-	-	-	-	(3,594,391)	(3,594,391)
Total comprehensive loss for the year	-	-	-	-	-	-	-	-	(3,594,391)	(3,594,391)
Issue of placing shares	241,558	3,058,441	-	-	-	-	-	-	-	3,299,999
Cost of issue of shares	-	(179,536)	-	-	-	-	-	-	-	(179,536)
Cancellation of warrants	-	-	(224,083)	-	-	(17,567)	-	-	-	(241,650)
Issue of shares for consideration of subsidiary	5,455	9,818	-	-	-	-	-	(15,273)	-	-
Equity-settled share-based payment transactions	-	-	-	5,729	-	-	-	-	-	5,729
Total transactions with owners	247,013	2,888,723	(224,083)	5,729	-	(17,567)	-	(15,273)	-	2,884,542
As at 31 March 2025 (restated)[1]	**3,720,589**	**12,043,737**	**(224,083)**	**5,729**	**6,709,469**	**-**	**(8,461,500)**	**35,637**	**(11,255,670)**	**2,573,908**
Loss for the year	-	-	-	-	-	-	-	-	(5,757,996)	(5,757,996)
Total comprehensive loss for the year	-	-	-	-	-	-	-	-	(5,757,996)	(5,757,996)
Issue of placing shares	397,857	5,156,143	-	-	-	-	-	-	-	5,554,000
Costs of issue of shares	-	(315,000)	-	-	-	-	-	-	-	(315,000)
Equity-settled share-based payment transactions	-	-	-	110,412	-	-	-	-	-	110,412
Total transactions with owners	397,857	4,841,143	-	110,412	-	-	-	-	-	5,349,412
As at 31 March 2026	**4,118,446**	**16,884,880**	**(224,083)**	**116,141**	**6,709,469**	**-**	**(8,461,500)**	**35,637**	**(17,013,666)**	**2,165,324**

[1] The prior year figures have been restated, refer to note 30 for further details

The notes on pages 60 to 94 form part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY

	Share capital	Share premium	Other reserves	Share based payment reserve	Merger relief reserve	Warrant reserve	Contingent consideration	Retained losses	Total equity
	£	£	£	£	£	£	£	£	£
As at 1 April 2024	3,473,576	9,155,014	-	-	6,709,469	17,567	50,910	(1,585,402)	17,821,134
Loss for the period	-	-	-	-	-	-	-	(1,047,609)	(1,047,609)
Total comprehensive loss for the period	-	-	-	-	-	-	-	(1,047,609)	(1,047,609)
Issue of placing shares	241,558	3,058,441	-	-	-	-	-	-	3,299,999
Costs of issue of shares	-	(179,536)	-	-	-	-	-	-	(179,536)
Cancellation of warrants	-	-	(224,083)	-	-	(17,567)	-	-	(241,650)
Issues of shares for consideration of subsidiary	5,455	9,818	-	-	-	-	(15,273)	-	-
	-	-	-	5,729	-	-	-	-	5,729
Total transactions with owners	247,013	2,888,723	(224,083)	5,729	-	(17,567)	(15,273)	-	2,884,542
As at 31 March 2025	**3,720,589**	**12,043,737**	**(224,083)**	**5,729**	**6,709,469**	**-**	**35,637**	**(2,633,011)**	**19,658,067**
Loss for the year	-	-	-	-	-	-	-	(1,243,891)	(1,243,891)
Total comprehensive loss for the year	-	-	-	-	-	-	-	(1,243,891)	(1,243,891)
Issue of placing shares	397,857	5,156,143	-	-	-	-	-	-	5,554,000
Costs of issue of shares	-	(315,000)	-	-	-	-	-	-	(315,000)
Equity-settled share-based payment transactions	-	-	-	110,412	-	-	-	-	110,412
Total transactions with owners	397,857	4,841,143	-	110,412	-	-	-	-	5,349,412
As at 31 March 2026	**4,118,446**	**16,884,880**	**(224,083)**	**116,141**	**6,709,469**	**-**	**35,637**	**(3,876,902)**	**23,763,588**

The notes on pages 60 to 94 form part of these financial statements.

CONSOLIDATED STATEMENT OF CASHFLOWS

	Note	31 March 2026 £	31 March 2025 £
Cash flows from operating activities			
Loss before taxation		(5,841,759)	(3,724,626)
Adjustments for:			
Amortisation – right-of-use assets	20	152,094	155,927
Amortisation - intangible assets	13	33,890	10,767
Depreciation of property, plant and equipment	14	127,968	119,676
Loss on disposal of property, plant and equipment	14	-	31
Fair value gain on convertible loan - derivative	6	-	(497,739)
Finance income		(5,775)	(42,127)
Finance expense		3,926	14,249
Equity-settled share-based transactions	23	110,412	5,729
Impairment of intangible asset	13	109,202	-
Net cash used in operating activities before changes in working capital		(5,310,042)	(3,958,113)
Changes in working capital			
Decrease in trade and other receivables	16	40,833	57,432
Increase in trade and other payables	19	882,925	150,361
(Increase)/decrease in other current assets	17	(61,930)	153,643
Cash outflow from operations		(4,448,214)	(3,596,677)
Taxation received	10	82,167	128,640
Net cash used in operating activities		(4,366,047)	(3,468,037)
Cash flow from investing activities			
Investment in property, plant and equipment	14	(128,519)	(73,201)
Initial payments for right of use asset	20	(16,620)	-
Investment in intangible assets	13	(48,742)	(131,076)
Interest received	6	5,775	42,127
Net cash flow used in investing Activities		(188,106)	(162,150)
Cash flow from financing activities			
Proceeds from issue of share capital	22	5,554,000	2,560,000
Cost of issue of share capital	22	(315,000)	(179,536)
Repurchase of warrants	24	-	(241,650)
Repayment of borrowings	25	(5,330)	(5,795)
Other interest paid	6	(93)	(242)
Lease interest paid	20	(3,833)	(11,176)
Principal paid on leases	20	(162,456)	(159,489)
Net cash generated from financing activities		5,067,288	1,962,112
Increase/(decrease) in cash and cash equivalents in the year		513,135	(1,668,075)
Cash and cash equivalents at beginning of year		2,402,630	4,070,705
Cash and cash equivalents at the end of the year		2,915,765	2,402,630

Major non-cash transactions
No major non-cash transactions during the year.

During the year, the Group entered into a new lease agreement resulting in a right of use asset of £132,717 and corresponding lease liability of £116,097.

The notes on pages 60 to 94 form part of these financial statements

COMPANY STATEMENT OF CASHFLOWS

	Note	31 March 2026 £	31 March 2025 £
Cash flows from operating activities			
Loss before taxation		(1,243,891)	(1,047,609)
Adjustments for:			
Expected credit loss	16	243,783	146,269
Loss on write off convertible loan note	21	-	600,000
Equity-settled share-based transactions	23	110,412	5,729
Net cash used in operating activities before changes in working capital		(889,696)	(295,611)
Changes in working capital			
(Increase)/decrease in trade and other receivables	16	(7,175)	863,560
Increase in trade and other payables	19	533,528	62,101
Net cash (used in)/generated from operating activities		(363,343)	630,050
Cash flow from investing activities			
Loans to subsidiaries	27	(4,875,657)	(2,775,382)
Net cash flow used in investing activities		(4,875,657)	(2,775,382)
Cash flow from financing activities			
Proceeds from issue of share capital	22	5,554,000	2,560,000
Cost of issue of share capital	22	(315,000)	(179,536)
Repurchase of warrants	24	-	(241,650)
Net cash generated from financing activities		5,239,000	2,138,814
Decrease in cash and cash equivalents in the year		-	(6,518)
Cash and cash equivalents at beginning of year		-	6,518
Cash and cash equivalents at the end of the year		-	-

Major non-cash transactions

No major non-cash transactions during the year.

The notes on pages 60 to 94 form part of these financial statements.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS

1 General information

EDX Medical Group Plc (the "Company") is a public limited company, limited by shares (not guarantee) and is incorporated and domiciled in the UK. The address of the registered office is 211 Cambridge Science Park Milton Road, Cambridge, England, CB4 0WA The registered number of the Company is 13277385. The consolidated financial statements consolidate those of the Company and its subsidiaries (together the "Group"). The principal activity of the Group is that of creating innovative health testing solutions and developing biological and digital technologies to improve the detection of diseases and disorders.

2 Material accounting policy information

Basis of preparation

The consolidated and Company financial statements have been prepared in accordance with UK-adopted International Accounting Standards ("UK-IAS" or "IFRS") and in conformity with the requirements of the Companies Act 2006.

The consolidated and Company financial statements are presented in GBP ("£"), which is the subsidiaries' and Company's functional and presentational currency.

The Company has guaranteed the liabilities of the following subsidiaries in order that they qualify from audit under Section 479A of the Companies Act 2006, in respect of the year ended 31 March 2026:

- EDX Medical Limited
- Torax Biosciences Limited
- Hutano Diagnostics Limited
- EDX Medical Ireland Limited

Basis of consolidation

The consolidated financial statements consolidate the financial statements of the Company and the results of its subsidiary undertakings EDX Medical Limited, Torax Biosciences Limited, Hutano Diagnostics Limited and EDX Medical Ireland Limited, made up to 31 March 2026.

Subsidiaries are entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Principles of consolidation and equity accounting

Subsidiaries

Subsidiaries are entities over which the Group has control. The Group controls an entity where the Group exposed to, or has rights to, variable returns from its involvement when the entity has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group (see accounting policy Business Combinations).

Inter-company transactions, balances and unrealised gains on transaction between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with policies adopted by the Group.

2 Material accounting policy information (continued)

New accounting standards, interpretations or amendments adopted by the Group

The adoption of the following mentioned amendments, which were all effective for years beginning on or after 1 January 2025, have not had a material impact on the Group's and Company's financial statements:

- Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates (Lack of Exchangeability)
- Amendments to IFRS 9 Financial Instruments (Amendments to the Classification and Measurement of Financial Instruments)
- Amendments to IFRS 9 and IFRS 7 (Contracts Referencing Nature-dependent Electricity)
- Annual Improvements to IFRS Accounting Standards – Volume 11

New standards, interpretations and amendments not yet effective

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Group has decided not to adopt early.

The following amendments are effective for the period beginning 1 January 2027:

- IFRS 18 Presentation and Disclosure in Financial Statements
- IFRS 19 Subsidiaries Without Public Accountability

The Group is currently assessing the impact of these new accounting standards and amendments but do not expect any to have a material impact on the consolidated and Company financial statement

2 Material accounting policy information (continued)

Going concern

The Board continues to adopt the going concern basis to the preparation of the financial statements as it is confident of the Group continuing operations into the foreseeable future.

The Board's forecasts for the Group include due consideration for contracted minimum revenues, potential future capital in-flows, continued operating losses, projected increase in cash-burn of the Group for a minimum period of at least twelve months from the date of approval of these financial statements.

However, the Group forecasts assume that further equity fundraising, or other financial support will be required in the next twelve months in order to implement its growth strategy and operate as a going concern.

Although the entity has had past success in fundraising and continues to attract interest from investors, making the Board confident that such fundraising will be available to provide the required capital, there can be no guarantee that such fundraising will be available and, accordingly, this constitutes a material uncertainty over going concern, which the auditors have made reference to in their audit report.

Notwithstanding the above, the Board has considered various alternative operating strategies should these be necessary in the light of fundraising not being available and actual trading performance not matching the Group's forecasts given current macro-economic conditions and is satisfied that such revised operating strategies could be adopted, if and when necessary. This includes the ability to call upon Sir Christopher Evans, a Director of the Company, to extend sufficient loans. Therefore, the Directors consider the going concern basis of preparation is appropriate.

The financial statements have been prepared on a going concern basis and do not include the adjustments that would be required should the going concern basis of preparation no longer be appropriate.

Investment in subsidiaries

In the Company financial statements, equity investments in the Company's subsidiaries are stated at cost, which is the fair value of the consideration paid, less any impairment provision.

Revenue recognition

IFRS 15 Revenue from Contracts with Customers is a principle-based model of recognising revenue from contracts with customers. It has a five-step model that requires revenue to be recognised when the control over goods and services is transferred to the customer. The underlying principle is a five-step approach to identify a contract, determine performance obligations, the consideration and the allocation thereof, and timing of revenue recognition. IFRS 15 also includes guidance on the presentation of assets and liabilities arising from contracts with customers, which depends on the relationship between Group's performance and the customers' payment.

The Group sells various medical items including IVDs, antigen tests, blood glucose tests and visible latex to customers both in the U.K and internationally. The Group also provides medical services including molecular profiling services. Revenue is recognised at a point in time when the relevant performance obligation is satisfied. The Group considers the control over goods is transferred to the customer at the point of shipment. The performance obligation is considered to be satisfied when the Group dispatches a product to a customer or in the case of services when test results are delivered to the patient. As the Group considers the significant risks and rewards of ownership of the goods to be transferred at this point, revenue is measured at this point and does not give rise to any contract assets or liabilities.

Revenue is measured at fair value of the consideration received, excluding discounts, rebates and sales taxes or duty. Production-based taxes are not included in revenue; they are paid on production and recorded within cost of sales.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Net finance income/expense

The Group's finance income and finance costs include interest income, interest expense on lease liabilities and interest expenses on borrowings and gains/losses on revaluation of derivatives in respect of convertible notes. Interest income on cash deposits is recognised in the statement of comprehensive income as it is earned.

Current and deferred taxation

Income tax credit or expense represents the sum of the current tax and deferred tax. Tax is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is recognised as the amount of corporation tax payable in respect of taxable profit for the current or past reporting periods using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes except for when they arise on the initial recognition of goodwill. Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Intangible assets

Goodwill

Goodwill represents the excess of the cost of acquisition of businesses over the fair value of net assets acquired. It is initially recognised at cost and is subsequently measured at cost less accumulated impairment losses. Goodwill is considered to have an indefinite useful life.

Other intangible assets

Other intangible assets that are acquired by the Group are stated at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is charged on a straight-line basis and is included in administrative expenses in the statement of comprehensive income. A licence was acquired by the Group during the period which has an indefinite life that will be tested for impairment annually. Other intangibles are amortised from the date they are available for use.

The rates applicable, which represent the Directors' best estimate of the useful economic life, are:

Technology	10 years straight line
Trade names	10 years straight line
Patent	20 years straight line
License	Indefinite useful life

Useful lives are reconsidered if circumstances relating to the asset change or if there is an indication that the initial estimate requires revision. Gains and losses of disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated statement of comprehensive income.

2 Material accounting policy information (continued)

Property plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in profit or loss. Land is not depreciated.

Depreciation is provided on the following basis:

Furniture and fittings	3 years straight line
Computer equipment	3 years straight line
Plant and machinery	5 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

At each reporting period end date, management reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any.

Impairment of tangible and intangible assets and right-of-use assets

Assets that are subject to depreciation and amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset is tested for impairment. An impairment loss is recognised for the amount by which the asset’s carrying amount exceeds its recoverable amount.

Goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. An impairment loss is recognised for the amount by which the asset’s carrying amount exceeds its recoverable amount.

Recoverable amount is the higher of asset’s fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit (CGU). For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs).

Supplies and materials

Supplies and materials acquired or generated for the use of research and development for use in the production process or for general operational purposes that do not meet the definition on inventory are recognised as other current assets on the balance sheet when the Group has control over the assets, meaning that the Group has the ability to use them in its production process or operational activities, it is probable that future economic benefits will flow to the entity as a result of these assets and the cost of the assets can be reliably measured. Supplies and materials are initially measured at cost less any attributable costs incurred to bring the assets to a condition for use.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Leases

At inception of a contract, the Group assess whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: a physically distinct asset can be identified; and the Group has the right to obtain substantially all of the economic benefits from the asset throughout the period of use and has the ability to direct the use of the asset over the lease term, being able to restrict the usage of third parties as applicable.

The Group applies the short-term lease recognition exemption to those leases that have a lease term of twelve months or less from the commencement date and do not contain a purchase option. It also applies the low-value asset recognition exemption to leases of assets below £5,000. Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term. The total value of the short-term lease exemption taken during the year was £2,010 (2025: £24,438).

Lease liabilities are initially measured at the present value of the lease payments that are due over the lease term, discounted using the Group's incremental borrowing rate. The Group's incremental borrowing rate is the rate that would have to be paid for a loan of a similar term, and with similar security, to obtain an asset of similar value. The Group's borrowing rate is appropriate as all Group companies are able to borrow from the Group company.

On initial recognition, the carrying value of the lease liability also includes:

- amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the Group if it is reasonably certain to take that option; and
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of the termination option being exercised.

Right-of-use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove, or restore the leased asset.

Subsequent to initial measurement, lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

When the Group revises its estimate of the term of any lease (because, for example, it reassesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement. An equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks and other short-term highly liquid investments that are readily convertible into known amounts of cash, and which are subject to an insignificant risk of changes in value.

Borrowings

All borrowings are initially recorded at the amount of proceeds received, net of transaction costs. Borrowings are subsequently carried at amortised cost with the difference between the proceeds, net of transaction costs and the amount due on redemption, being recognised as a charge to the income statement over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Financial instruments

<u>Financial assets</u>

The Group classifies its financial assets as those measured at amortised cost

Assets that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortised cost.

Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in the statement of comprehensive income.

Financial assets held at amortised costs comprise of all loans and other receivables. Financial assets do not comprise prepayments.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Financial instruments (continued)

Financial liabilities

The Group classifies its financial liabilities in the following measurement categories:

- Those to be measured at amortised cost
- Those to be measured subsequently at fair value through profit or loss

Management determines the classification of its financial liabilities at initial recognition. At initial recognition, the Group measures a financial liability at its fair value plus, in the case of a financial liability not at FVPL, transaction costs that are directly attributable to the acquisition of the financial liability. Transaction costs of financial liabilities carried at FVPL are expensed to the statement of comprehensive income.

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the statement of comprehensive income. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

The Group’s financial liabilities held at amortised cost comprise trade payables and other short-dated monetary liabilities in the consolidated statement of financial position. Trade payables and other short-dated monetary liabilities are initially recognised at fair value and subsequently carried at amortised cost using the effective interest rate method. For the purpose of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding. Unless otherwise indicated, the carrying values of the Group’s financial liabilities measured at amortised cost represents a reasonable approximation of their fair values.

The Group’s financial liabilities held at FVPL comprise the embedded derivative in conjunction with the ordinary host liability of the convertible loan note which was fully settled during the prior year. The derivative element was measured at fair value using the Black Scholes option pricing model (note 21). All instruments for which fair value is recognised, or disclosures are categorised within the fair value hierarchy, which consist of the following 3 levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly (level 2)
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs)

The financial liabilities held at FVPL fall under level 3 of the hierarchy.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Financial instruments (continued)

Impairment

The Group recognises loss allowances for expected credits losses (ECLs) on financial assets measured at amortised cost.

The Group measures loss allowances at an amount equal to the lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12-month ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available with undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit impaired. A financial asset is 'credit impaired' when one of more events that have a detrimental impact on the estimate future cash flows of the financial have occurred.

Write-offs

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

Research and development expenditure

Research and development expenditure that does not meet the criteria of an intangible asset is recognised as an expense as incurred. Development costs are only capitalised after technical and commercial feasibility of the asset for sale or use have been established. The Group must intend to complete the asset and either use it or sell it and be able to demonstrate how the asset will generate future economic benefit.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Share-based payments

Where share options are awarded to Directors or employees, the fair value of the options at the date of grant is charged to the statement of comprehensive income over the vesting period. Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest. Market vesting conditions are factored into the fair value of the options granted.

As long as all other vesting conditions are satisfied, a charge is made irrespective of whether the market vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to the income statement over the remaining vesting period. Where equity instruments are granted to persons other than employees, the income statement is charged with fair value of goods and services received.

Repurchase of warrants

The consideration paid to repurchase warrants issued by the Company is recognised directly in equity as an 'other reserve' as the transaction represents a transfer of the holder of an equity instrument. The fair value of the warrants initially recognised at grant is offset against the consideration paid.

Convertible loans

The proceeds received on the issue of the Group's convertible notes are allocated into their liability and equity components where the fixed-for-fixed criterion is met. Where this is not met, the conversion feature is accounted for as a derivative liability and accounted for separately from the host instrument with the fair value of the embedded derivative liability being calculated first and residual value being assigned to the host instrument, which is accounted for at amortised cost.

On initial recognition, convertible loan notes were recorded at fair value net of issue costs. The initial fair value of the debt host was determined using the market interest rate applied by a market participant for an equivalent non-convertible debt instrument. Subsequent to initial recognition, the debt host was recorded using the effective interest method until extinguished on conversion or maturity of the notes.

The amortisation of the debt host and the interest payable in each accounting period is expensed as a finance cost.

Equity derivatives embedded in the convertible instruments which were required to be recorded as financial liabilities are initially recognised at fair value. At each reporting date, or immediately prior to them being exercised, the fair values of the derivative were reassessed by management. Where there is no market for such derivatives, the Group used option pricing models to measure the fair value.

On conversion of the convertible loans, the Group recognises the difference between (i) the carrying value of the debt host contract plus the carrying value amount (fair value) of the embedded derivative and (ii) the fair value of the shares issued at the conversion date in profit or loss.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

2 Material accounting policy information (continued)

Impairment of fixed asset investments

Fixed asset investments are assessed for the presence of impairment indicators, if any indicators are present then an impairment review is conducted.

Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract in entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in the statement of comprehensive income immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability. A derivative is presented as a non-current asset or liability if the remaining maturity of the instrument is more than 12 months, and it is not expected to be realised or settled within 12 months. Other derivatives are classified as current.

An embedded derivative is a component of a hybrid contract that also included a non-derivative host – with the effect that some of the cash flows of the combined instrument vary in a way similar to a standalone derivative. Derivatives embedded in a hybrid contract with financial liability hosts are treated as separate derivatives when they meet the definition of a derivative, their risks and characteristics are not closely related to those of the host contracts, and the host contracts are not measured at fair value through profit or loss.

Derivative assets embedded within financial liability hosts are combined with the corresponding financial liability host and are shown net in the statement of financial position.

Equity

An equity instrument is any contract that evidences a residual interest in the assets of a company after deducting all of its liabilities. Equity instruments issued are recorded at the proceeds received net of direct issue cost.

3 Critical accounting estimates and judgements

The Group makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated on historical experience and other factors, including expectations of future events that are believed to be reasonable. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below.

<u>Key accounting estimates and assumptions</u>

IFRS 16 - Discount rates

IFRS 16 states that the lease payments shall be discounted using the lessee's incremental borrowing rate where the rate implicit in the lease cannot be readily determined. Accordingly, all lease payments have been discounted using the incremental borrowing rate ("IBR"). The IBR has been determined by management using a range of data including current economic and market conditions, review of current debt and capital within the Group, lease length and comparisons against seasoned corporate bond rates and other relevant data points. A range between 4.2% - 5.0% has been adopted based on existing loans that the Group have. See note 20 for the carrying value of the leases.

3 Critical accounting estimates and judgements (continued)

Useful economic lives of intangible and tangible assets

Annual amortisation and depreciation charge for intangible and tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on cash generating unit performance, technological advances, future investments, economic utilisation and the physical condition of the assets. See notes 13 and 14 for the carrying value of the tangible and intangible assets.

Impairment of intangible assets

The Group's intangibles assets are reviewed for impairment indicators at each reporting date and are tested for impairment where such indicators exist. Licences with indefinite useful lives are subject to an annual impairment test irrespective of whether impairment indicators exist. During the year, the Group recognised impairment charges in respect of certain acquired patents and licences following a review of their recoverable amounts. Significant judgement was required in assessing the existence of impairment indicators and in estimating the recoverable amount of the relevant assets, including assumptions relating to future cash flows, commercialisation prospects, market conditions and regulatory factors. Changes in these assumptions could result in further impairments or reversals of impairment in future periods.

Impairment of investment in subsidiary undertakings of the Company

At the end of the period, the Company considers whether there are any indications that the investments in its subsidiary undertakings are impaired. Some indications of impairment are both external such as changes in technology and interest rates on the subsidiary undertaking and internal such as losses incurred in the year. In the event indicators of impairment are identified, the Group performs stress-tested net cash flow assessments on the forecasted cash flow projections on the subsidiary undertaking and provide for any shortfall in the carry value of the subsidiary undertaking against future cashflow projections.

Management reviewed the investment for any potential indicators of impairment. At 31 March 2026, the carrying value of the investment in EDX Medical Limited was £8,500,000. Management reviewed the carrying amount of the net assets of the company and compared it to its market capitalisation at 31 March 2026. On 31 March 2026, EDX Medical Group Plc had 411,844,583 shares in issued that traded at 11.25p. The market capitalisation was £46.33m. On 31 March 2026, EDX Medical Group Plc had net assets of £23,763,588 however this was reduced by the IFRS 9 expected credit loss arising on the intercompany loan with EDX Medical Limited of £825,393, so for the purposes of this assessment the net assets are £24,588,981. Given the market capitalisation is well in excess of the net assets of the Company at 31 March 2026, market capitalisation has not been identified as an impairment indicator for the Company.

Management prepares forecasts prior to the beginning of each financial period. At the end of each month, management conducts an analysis of the variances between actual financial figures and forecasted values. The forecasted revenue was higher than actual financial figures. This shortfall indicates a potential impairment; however, Management is comfortable that the recoverable amount of CGU exceeds its carrying amount.

It is the assertion of management that there is no indication of impairment of the investment in EDX Medical Limited, and no impairment test is required at year end.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

3 Critical accounting estimates and judgements (continued)

Key accounting estimates and assumptions (continued)

With regards to the intercompany loan with EDX Medical Limited, at year end, management adopted a 3-stage general impairment model, using the PD*LGD*EAD methodology whereby the PD is the probability of default, LGD is the loss given default (that is, the loss that occurs if the borrower is unable to repay in a short payment period) and EAD being the exposure at default (the outstanding balance at the reporting date). Management calculated the ECL for the Company's outstanding loan to EDX Medical Limited and considered three different scenarios: default: EDX Medical Limited defaults on the loan, divest: EDX Medical Limited is divested and the loan is repaid at a reduced amount due to the divestment process and trading: EDX Medical Limited continues trading normally and repays the loan in full. Management assigned a 5% PD to the default scenario, a 20% PD to the divest scenario and a 75% PD to the trading scenario, based on their experience and external reports. This is in line with prior year.

It was determined that the sale proceeds from the divestment scenario would be expected to exceed the loan value. It was determined that the time horizon for the loan to be successfully repaid via the trading scenario was 3 years. It was determined that an expected credit loss of £825,393 should be recognised based on a 5% PD where the EAD was £16,507,866 at year end.

Research and development expenditure

The Group makes certain estimates and assumptions in order to establish whether costs relate to the research phase or the development phase. If the Group cannot distinguish between research and development phase, then all costs are expensed as research costs.

4 Revenue and operating segments

The Chief Operating Decision Maker ("CODM") has been identified as the board of Directors. The CODM reviews the Group's internal reporting in order to assess performance and allocate resources.

The CODM has determined that there was two operating segments during the year being the provision of medical goods and services in the UK. This assessment will be reviewed periodically as the business grows.

All revenue was derived from the UK.

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Medical goods	14,400	75,415
Medical services	316,141	47,193
Total revenue	330,541	122,608

There were no contract liabilities with customers or no contract assets as at 31 March 2026 (31 March 2025: £Nil).

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

5 Other income

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Other income	-	200,342
	-	200,342

Other income comprises the reversal of payables related to cancelled contracts during the prior year. During the year no other income is recognised.

6 Net finance income

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Convertible loan – revaluation of derivative (note 21)	-	(497,739)
Convertible loan – interest	-	2,831
Interest on lease liabilities	3,833	11,176
Other finance expense	93	242
Bank interest income	(5,775)	(42,127)
	(1,849)	(525,617)

7 Operating loss

Operating loss for the year has been arrived at after changing the following items:

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Employee benefit expenses (note 9)	2,595,972	2,027,885
Depreciation of property, plant and equipment (note 14)	127,968	119,676
Amortisation – intangible assets	33,890	10,767
Amortisation – right-of-use assets	152,094	155,927
Laboratory consumables	107,490	5,428
Research and development costs	94,320	98,394
Impairment of intangible asset (note 13)	109,202	-
Accountancy fees	210,097	173,822
Auditors' remuneration (note 8)	68,000	65,000
Share based payment expense (note 23)	110,412	5,729

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

8 Auditors' remuneration

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
The audit of the Parent Company and consolidated financial statements	68,000	65,000
	68,000	65,000

9 Employee benefits and expenses

	31 March 2026 £	31 March 2025 £
Wages and salaries	2,307,801	1,820,593
Social security costs	215,640	150,629
Defined contribution pension costs	72,531	56,663
	2,595,972	2,027,885

The average number of people employed by the Group (including Directors) amount to 24 employees (2025: 21 employees).

During the year, all the Directors of the Company were paid through EDX Medical Limited and therefore there are no Director expenses in the year for the Company.

Key management compensation

The Directors consider that the key management comprises the Directors of the Group; their emoluments are set out below:

	Group 31 March 2026 £	Group 31 March 2025 £	Company 31 March 2026 £	Company 31 March 2025 £
Wages and salaries	931,000	658,882	-	-
Social security costs	22,052	16,711	-	-
Total	953,052	675,593	-	-

Disclosure of individual Directors' remuneration, share interests, share options, long-term incentive schemes, pension contributions and pension entitlements required by the Companies Act 2006 are shown in the tables in the Remuneration Committee report on pages 38 to 44 and form part of these financial statements.

Highest paid director

	Group 31 March 2026 £	Group 31 March 2025 £	Company 31 March 2026 £	Company 31 March 2025 £
Salaries and fees	381,000	276,000	-	-
Social security costs	-	-	-	-
Total	381,000	276,000	-	-

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

10 Taxation

The current tax credit is reconciled to the result for the year as follows:

	31 March 2026 £	31 March 2025 £
Current tax		
Research and development tax credit	82,168	128,640
Total current tax	**82,168**	**128,640**
Deferred tax		
Reversal of temporary differences	1,595	1,595
Total deferred tax	**1,595**	**1,595**
Tax credit for the year	**83,763**	**130,235**

Reconciliation of effective tax rate

Tax assessed for the year is £nil (2025: £nil). The total tax credits for year presented differ from the standard rate of corporate tax in the UK. The differences are explained below:

	Group 31 March 2026 £	Group 31 March 2025 £
Loss before tax	(5,841,759)	(3,724,626)
Tax using the UK corporation rate of 25% (2025: 25%)	(1,460,440)	(931,157)
Expenses not deductible for tax purposes	60,410	159,907
Other permanent differences	38	38
R&D tax credits	(82,167)	(128,640)
Deferred tax not recognised	1,398,396	769,617
Total tax credit	(83,763)	(130,235)

The Group has estimated tax losses of £16.3m (2025: £10.5m) to carry forward against future taxable profits.

No deferred tax asset has been recognised in relation to the trading losses available for offset against future taxable profits. The Group has not recognised deferred tax asset due to there being insufficient evidence of short-term recoverability.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

10 Taxation (continued)

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. Deferred tax assets and deferred tax liabilities are offset only if:

- the Group has a legally enforceable right to set off current tax assets against current tax liabilities, and

- the deferred tax assets and deferred tax liabilities relate to corporation tax levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously.

- Research and Development Tax Credits are recognised as receivables when an inflow of economic benefit is certain, until then a contingent asset in respect of probable Corporation Tax is disclosed.

On 20 June 2023, Finance (No.2) Act 2023 was substantively enacted in the UK, introducing a global minimum effective tax rate of 15%. The legislation implements a domestic top-up tax and a multinational top-up tax, effective for accounting periods starting on or after 31 December 2023. However, this legislation does not apply to the Group in the financial year beginning 1 April 2024 as its consolidated revenue does not meet the legislation requirements of being greater than €750m in two of the four preceding years, the group will continue to monitor the legislation in future years.

Pillar Two Tax reform has been considered but the Group is not of a sufficient size to be included.

11 Deferred tax - Group

2026

	Opening balance	Recognised in profit or loss	Net	Deferred tax liability
	£	£	£	£
Intangible assets	(19,230)	1,595	(17,634)	(17,634)
	(19,230)	1,595	(17,634)	(17,634)

2025

	Opening balance	Recognised in profit or loss	Net	Deferred tax liability
	£	£	£	£
Intangible assets	(20,825)	1,595	(19,230)	(19,230)
	(20,825)	1,595	(19,230)	(19,230)

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

12 Loss per share

Basic and diluted loss per share

The calculation of basic and diluted loss per share is based on the loss attributable to equity holders divided by the weighted average number of shares in issue during the year.

The loss incurred by the Group means that the effect of any outstanding warrants and options would be considered anti-dilutive and is ignored for the purposes of the loss per share calculation. There were no dilutive potential ordinary shares during the period; therefore, diluted earnings per share is equal to basic earnings per share.

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Loss for the year from continuing activities	(5,757,996)	(3,594,391)

	Year ended 31 March 2026 No	Year ended 31 March 2025 No
Weighted average number of ordinary shares	382,706,417	348,843,233

	Year ended 31 March 2026 £	Year ended 31 March 2025 £
Basic and diluted loss per share (pence)	(1.50)	(1.03)

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

13 Intangible assets - Group

	Trade names	Technology	Patent	Licences	Total
	£	£	£	£	£
Cost					
At 1 April 2024	39,217	85,957	-	-	125,174
Additions	-	5,333	68,433	57,310	131,076
At 31 March 2025	39,217	91,290	68,433	57,310	256,250
Amortisation					
At 1 April 2024	4,576	6,746	-	-	11,322
Charge	3,922	6,133	712	-	10,767
At 31 March 2025	8,498	12,879	712	-	22,089
Cost					
At 1 April 2025	39,217	91,290	68,433	57,310	256,250
Additions	-	13,742	-	35,000	48,742
Impairment	-	-	(53,725)	(57,310)	(111,035)
At 31 March 2026	39,217	105,032	14,708	35,000	193,957
Amortisation					
At 1 April 2025	8,498	12,879	712	-	22,089
Charge	24,144	7,923	1,823	-	33,890
Impairment	-	-	(1,833)	-	(1,833)
At 31 March 2026	32,642	20,802	702	-	54,146
Net book value					
At 31 March 2026	**6,575**	**84,230**	**14,006**	**35,000**	**139,811**
At 31 March 2025	30,719	78,411	67,721	57,310	234,161

Amortisation has been charged to the statement of comprehensive income.

During the year, the Group impaired a patent

The Group holds licenses with indefinite useful lives which are tested annually for impairment.

During the year, management identified impairment indicators in relation to certain licences and patents, including changes in commercial expectation and revised forecasts of future economic benefits. As a result, the recoverable amount of these licences and patents was determined to be below their carrying value and an impairment charge of £109,202 has been recognised (2025: £Nil).

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

14 Property, plant and equipment – Group

	Furniture and fittings	Computer equipment	Plant and machinery	Total
	£	£	£	£
Cost				
At 1 April 2024	49,604	10,759	403,616	463,979
Additions	15,385	13,885	43,931	73,201
Disposals	(38,864)	-	-	(38,864)
At 31 March 2025	26,125	24,644	447,547	498,316
Depreciation				
At 1 April 2024	22,566	5,637	144,183	172,386
Charge	29,116	5,251	85,309	119,676
Disposals	(38,833)	-	-	(38,833)
At 31 March 2025	12,849	10,888	229,492	253,229
Cost				
At 1 April 2025	26,125	24,644	447,547	498,316
Additions	-	5,925	122,594	128,519
At 31 March 2026	26,125	30,569	570,141	626,835
Depreciation				
At 1 April 2025	12,849	10,888	229,492	253,229
Charge	5,032	6,237	116,699	127,968
At 31 March 2026	17,881	17,125	346,191	381,197
Net book value				
At 31 March 2026	**8,244**	**13,444**	**223,950**	**245,638**
At 31 March 2025	13,276	13,756	218,055	245,087

Depreciation has been charged to administrative expenses in the statement of comprehensive income.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

15 Investments – Company

	Investments in subsidiaries £
Cost	
At 1 April 2024	8,867,955
Additions	-
At 31 March 2025	8,867,955
Impairment	
At 1 April 2024 and 31 March 2025	-
Cost	
At 1 April 2025	8,867,955
Additions	-
At 31 March 2026	8,867,955
Impairment	
At 1 April 2025 and 31 March 2026	-
Net book value	
At 31 March 2026	8,867,955
At 31 March 2025	8,867,955

Principal subsidiary undertakings of the Company

The Company has applied the statutory relief as prescribed by Companies Act 2006 in respect of both acquisitions as the issuing company has secured more than 90% equity in the other entity. The carrying value of the investment is carried at the nominal value of the shares issued

The subsidiary undertakings of the Company are presented below:

Subsidiaries	Country of incorporation	Registered address	Proportion of ordinary shares held at year end
Torax Biosciences Limited	United Kingdom	Unit 1 212-218 Upper Newtonwnards Road, Belfast, United Kingdom, BT4 3ET	100%
EDX Medical Limited	United Kingdom	211 Cambridge Science Park, Milton Road, Cambridge, United Kingdom, CB4 0WA	100%
Hutano Diagnostics Limited	United Kingdom	211 Cambridge Science Park, Milton Road, Cambridge, United Kingdom, CB4 0WA	100%
EDX Medical Ireland Limited	Republic of Ireland	Sk House, Sinnottstown Business Park, Drinagh, Wexford, Ireland, Y35 AKX5	100%

The principal activity of EDX Medical Limited is the development of a digital diagnostics business.
The principal activity of Torax Biosciences Limited is the design, development and manufacture of IVD reagents.
The principal activity of Hutano Diagnostics Limited is research and experimental development on biotechnology.
EDX Medical Ireland Limited is a dormant company.
The operations of both Hutano Diagnostics Limited and Torax Biosciences Limited have merged with EDX Medical Limited, all at the Cambridge lab site. The principal activities of both these merged entities remain the same.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

16 Trade and other receivables

	Group		Company	
	31 March 2026	**31 March 2025**	**31 March 2026**	**31 March 2025**
	£	**£**	**£**	£
		(Restated)[1]		
Trade receivables	81,606	118,971	-	-
Prepayments	153,485	110,844	50,000	6,388
Amounts receivable from Group undertakings	-	-	15,476,684	10,819,747
Amounts due from Christopher Evans	105,850	105,990	105,850	105,850
Other receivables	90,562	136,532	-	61,500
	431,503	472,337	15,632,534	10,993,485

[1] The prior year figures have been restated, refer to note 30 for further details

The fair values of trade receivables are the same as their book values.

A provision against trade receivables of £12,654 (2025: £41,286) has been made for overdue receivables.

As at 31 March 2026, £105,850 (2025: £105,990[1]) was due from Christopher Evans, a Director of the Company. The amount has no interest and is repayable on demand.

The Group assesses, on a forward-looking basis, the expected credit losses associate with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognises from initial recognition of the receivables. The expected loss rates are based on the Group's historical credit losses and current and forward-looking information on factors affecting the Group's customers. The resulting implied expected credit loss for the current financial period is not material.

The Company has evaluated the credit risk associated with its intercompany balance with EDX Medical Limited of £16,407,866 (2025: £11,632,208). The assessment has resulted in the recognition of an Expected Credit Loss on the intercompany balance of £825,393 (2025: £581,610). The transactions primarily consist of loans which are essential for the operation efficiency and strategic alignment within the Group. In accordance with IFRS 9, the ECL model requires the Company to account for expected credit losses over the life of the intercompany balance receivable which includes considering both current and future information. The calculation of the ECL involves several key assumptions and judgements including the probability of default, the loss given default and exposure at default. See note 3 for assumptions and judgements.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

17 Other current assets

	Group		Company	
	31 March 2026	**31 March 2025**	**31 March 2026**	**31 March 2025**
	£	**£**	**£**	£
Supplies and materials	104,743	42,813	-	-
	104,743	42,813	-	-

Supplies and materials relate to supplies and materials used in research and development but do not meet the definition of inventory. Supplies and materials are initially measured at cost less any attributable costs incurred to bring the assets to a condition for us.

18 Cash and cash equivalents

	Group		Company	
	31 March 2026	**31 March 2025**	**31 March 2026**	**31 March 2025**
	£	**£**	**£**	**£**
Cash and cash equivalents	2,915,765	2,402,630	-	-
	2,915,765	2,402,630	-	-

Cash and cash equivalents comprise current accounts held by the Group with immediate access. The credit risk on such funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

19 Trade and other payables

	Group		Company	
	31 March 2026	**31 March 2025**	**31 March 2026**	**31 March 2025**
	£	**£**	**£**	**£**
Trade payables	808,701	483,298	251,901	50,852
Taxation and social security	70,454	65,826	-	-
Amounts due to related party	211,257	85,257	-	-
Other payables	16,706	4,926	-	-
Accruals	591,244	176,224	485,000	152,521
	1,698,362	815,531	736,901	203,373

The fair values of trade payables are the same as their book values.

Amounts due to related party comprise an amount owed to Merlin Scientific Consulting Ltd, a company in which Christoper Evans is a director.

Included within other payables in the prior year was an amount of £7,658 due to Lawrence McGrath, a former director of Torax Biosciences Limited, who resigned on 28 June 2024.

As disclosed in note 2, the Company's subsidiaries have taken advantage of the exemption available under Section 479A of the Companies Act 2006 in respect of the requirement for audit. As a condition of the exemption, the Company has guaranteed the year-end liabilities of the relevant subsidiaries until they are settled in full. The liabilities of the subsidiaries for the year-end were £17,071,588 (2025: £12,910,584).

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

20 Leases

The Group leases one property for office and laboratory use. Information about the leases for which the Group is a lessee is presented below.

Right-of-use assets

	Leasehold property £	Total £
Cost		
At 1 April 2024	606,694	606,694
At 31 March 2025	606,694	606,694
Amortisation		
At 1 April 2024	309,733	309,733
Charge	155,927	155,927
At 31 March 2025	465,660	465,660
Cost		
At 1 April 2025	606,694	606,694
Additions	132,717	132,717
At 31 March 2026	739,411	739,411
Amortisation		
At 1 April 2025	465,660	465,660
Charge	152,094	152,094
At 31 March 2026	617,754	617,754
Net book value		
At 31 March 2026	**121,657**	**121,657**
At 31 March 2025	141,034	141,034

Reconciliation of change in lease liability

	Leasehold property £	Total £
At 1 April 2024	282,759	282,759
Interest expense	11,176	11,176
Lease payments	(170,665)	(170,665)
At 31 March 2025	123,270	123,270
At 1 April 2025	123,270	123,270
Additions	116,097	116,097
Interest expense	3,833	3,833
Lease payments	(166,289)	(166,289)
At 31 March 2026	**76,911**	**76,911**

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

20 Leases (continued)

	31 March 2026 £	31 March 2025 £
Current		
Lease liability	76,911	123,270
	76,911	123,270
Total lease liability	**76,911**	**123,270**

Reconciliation of minimum lease payments and present value

	31 March 2026 £	31 March 2025 £
Total within one year including interest cash flows	79,355	126,377
Less interest cash flows	(2,444)	(3,107)
Total principal cash flows	**76,911**	**123,270**

21 Convertible loan

During the prior year, as part of the Company's issue of 21,428,571 new ordinary shares of £0.01 at a price of £0.14 per share, Professor Christopher Evans invested £740,000 and subscribed to 5,285,714 ordinary shares. The consideration for which was partial settled as a non-cash repayment of the convertible loan note liability and the remaining balance as amount due from Director.

As a result of the above, the CLN was fully settled, and the balance of the debt host liability was £Nil

Given the option of the noteholder to convert the CLNs at their discretion, the debt and derivative liability elements were classified as current liabilities.

	Convertible loan – derivative £	Convertible loan - debt £
At 1 April 2024	497,739	631,319
Interest expense	-	2,831
Revaluation of derivative	(497,739)	-
Non-cash repayment	-	(634,150)
At 31 March 2025 and 31 March 2026	-	-

On 9 October 2025, the Company entered into a further agreement with Professor Christopher Evans for the issue of a CLN with a principal amount of £2,000,000, refer to note 27 for further details.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

22 Share capital and reserves

Allotted, called up and fully paid	Ordinary 0.01p shares	Share capital	Share premium
	No.	£	£
At 1 April 2025	372,058,871	3,720,589	12,043,737
Share issue	39,785,712	397,857	5,156,143
Cost of share issue	-	-	(315,000)
As at 31 March 2026	411,844,583	4,118,446	16,884,880

New shares allotted

On 14 April 2025, the Company issued 100,000 new ordinary shares in the Company at £0.14 per share.

On 21 May 2025, 150,000 warrants were exercised and converted to 150,000 new ordinary shares at £0.01 per share.

On 20 October 2025, the Company raised £2,000,000 via the issue of 14,285,713 new ordinary shares in the Company at £0.14 per share.

On 16 February 2026, the Company raised £3,500,000 via the issue of 24,999,999 new ordinary shares at £0.14 per share.

The holders of ordinary shares are entitled to one voting right per share and, subject to the provisions of the Companies Act 2006, are entitled to dividends out of the profits of the Company available for distribution.

Rights, preferences and restrictions

All ordinary shares are equally eligible to receive dividends and the repayment of capital and represent equal votes at meetings of Shareholders. There are no rights of redemption attaching to the ordinary shares.

Capital reserves

The following describes the nature and purpose of each reserve within owner's equity:

Share capital: Amount subscribed for shares at nominal value.

Share premium: Amount subscribed for share capital in excess of nominal value, less costs of share issue. This reserve is not distributable.

Merger relief reserve: Represents the excess of the value of the consideration shares issued to the shareholders of EDX Medical Group Plc upon the reverse takeover over the fair value of the assets acquired and the fair value of the consideration given in excess of the nominal value of the ordinary shares issued in the acquisition of Torax Biosciences Limited and Hutano Diagnostics Ltd.

Reverse acquisition reserve: The reverse acquisition reserve arose from the application of reverse acquisition accounting principles to the financial statements at the time of the reverse takeover of TECC Capital Plc by EDX Medical Limited. This reserve is not distributable.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

22 Share capital and reserves (continued)

Contingent consideration: Represents the fair value of equity instruments to be issued as consideration for the acquisition of Hutano, contingent upon certain milestones being reached.
Share-based payment reserve*:* The cumulative fair value of options charged to the consolidated income statement net of transfers to the profit or loss reserve on exercised and cancelled/lapsed options.

Other reserves: Other reserves represent the amount paid to repurchase warrants for shares in the Company less the fair value of the warrants initially recognised at grant (note 23).

Retained losses*:* Retained losses arise from the cumulative profits or losses of the Group.

23 Share options and warrants

Warrants

On 1 November 2024, the Group repurchased and cancelled 5,370,000 warrants that had previously been issued to the five founders of TECC Capital plc and its Corporate Advisers. The amount paid to repurchase the warrants was £241,650, of which £224,083 was recognised in other reserves in the year and £17,567 offset against the warrant reserve.

Details of the number of share options and warrants granted, exercised, lapsed and outstanding at the end of the year, as well as the weighted average exercise prices in £ ("WAEP") as follows:

	31 March 2026		31 March 2025	
	Number	Weighted Average Exercise Price	Number	Weighted Average Exercise Price
				£
Outstanding at the beginning of the year	25,000,000	0.1500	30,370,000	0.1313
Cancelled during the year	-	-	(5,370,000)	(0.0500)
Exercised during the year	(400,000)	0.0100	-	-
Total at year end	24,600,000	0.1500	25,000,000	0.1500
Total exercisable at year end	24,600,000	0.1500	25,000,000	0.1500

The weighted average remaining contractual life of the warrants is 64 days (2025: 1 year and 30 days). All warrants expired on 3 June 2026.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

23 Share options and warrants (continued)

Options

During the year ended 31 March 2026, 8,617,500 options were granted (2025: 500,000). The options outstanding as at 31 March 2026 have an exercise price of 13 pence and a weighted average remaining contractual life of the options is 9 years and 324 days (2025: 9 years and 322 days).

The share-based payment expense charged in the statement of comprehensive income for the year ended 31 March 2026 was £110,412 (2025: £5,729).

The fair value of the share options granted and outstanding were measured using the Black-Scholes model, with the following inputs:

	2026	**2026**	**2025**
Fair value at grant date	5.8p	7.8p	6.6p
Share price	11.0p	11.0p	9.0p
Exercise price	14p	6p	12p
Expected volatility	65.2%	65.2%	101.4%
Expected option life	5 years	5 years	5 years
Contractual option life	10 years	10 years	10 years
Risk free interest rate	4.3%	4.3%	4.1%

The expected volatility is based on the average share price of the Company for a period commensurate with the expected life of the options.

Reconciliation of options in issue	**31 March 2026**		**31 March 2025**	
	Number	**Weighted Average Exercise Price**	**Number**	**Weighted Average Exercise Price**
Outstanding at the beginning of the year	500,000	0.12	-	-
Granted during the period	8,617,500	0.13	500,000	0.12
Total at year end	9,117,500	0.13	500,000	0.12
Total exercisable at year end	1,267,500	0.08	-	-

24 Financial instruments and risk management

	Group		**Company**	
	31 March 2026 £	**31 March 2025 £** (Restated)[1]	**31 March 2026 £**	**31 March 2025 £**
Financial assets				
Cash and cash equivalents	2,915,765	2,402,630	-	-
Trade receivables	81,606	118,971	-	-
Amounts due from Christoper Evans	105,850	105,990	105,850	105,850
Amount receivable from Group undertakings	-	-	15,476,623	10,819,747
Amount receivable from related parties	-	74,974	-	-
Other receivables	13,718	13,718	-	-
	3,116,939	2,716,283	15,582,473	10,925,597

[1] The prior year figures have been restated, refer to note 30 for further details

24 Financial instruments and risk management (continued)

	Group		Company	
	31 March 2026 £	**31 March 2025 £**	**31 March 2026 £**	**31 March 2025 £**
Financial liabilities				
Trade and other payables	808,701	483,298	251,901	50,852
Accruals	591,244	156,916	485,000	152,521
Amounts due from related party	211,257	85,257	-	-
Lease liability	76,911	123,270	-	-
Bank loans and overdraft	886	6,123	-	-
	1,688,999	854,864	736,901	203,373

The Group and hold the following financial instruments:

The Group and Company's financial instruments comprise cash and cash equivalents, borrowings, trade and other receivables, trade and other payables, and lease liabilities. An analysis of the financial assets and liabilities recognised on the balance sheet, each of which is at amortised costs unless stated, is set out below.

The Company has undrawn loan commitments of £2,000,000. The loan commitment has a term of 4 years, interest at a rate of 5% per annum shall be payable on the amounts drawn down. The loan shall be redeemed at their principal amount together with any interest incurred. Company does not expect any of this to be drawn down for at least another year. As no proceeds has been received at the year end, there is no contractual obligation for the Company to repay any cash and as such as there is no liability to be recognised.

The significant accounting policies regarding financial instruments are disclosed in note 2.

Financial risk management

The fair value hierarchy of financial instruments measure at fair value is provided below. The different levels have been defined as follows:

- Quoted prices (unadjusted), in active markets for identical assets or liabilities (level 1);
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2);
  Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs), (level 3).

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

24 Financial instruments and risk management (continued)

There have been no transfers between levels during the year.

Capital management

The Group's main objective when managing capital is to protect returns to shareholders by ensuring the Group develops such that it trades profitably in the foreseeable future. The Group recognises that because it is an early-stage development Group with limited current revenues, and significant continued investment that does not support debt within its capital structure, its capital structure is largely limited to equity-based capital which the Group uses to finance most of its strategy. The Group manages its capital with regard to the risks inherent in the business and the sector within which it operates.

The Group is exposed through its operations to the following risks:

- Credit risk
- Liquidity risk
- Interest rate risk

In common with all other businesses, the Group is exposed to risks that arise from is use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

Principal financial instruments

The principal financial instruments used by the Group, from which financial instrument risk arises, are as follows:

- Trade and other receivables
- Cash and cash equivalents
- Trade and other payables
- Convertible loans
- Borrowings

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

24 Financial instruments and risk management (continued)

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Board receives regular updates from the CFO through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets.
The overall objective of the Board is to set policies that seek to reduce as far as possible without unduly affective the Group's competitiveness and flexibility. Further details regarding these policies are set out below.

Credit risk

The Group's principal financial assets are the cash and cash equivalents and loans and receivables, as recognised in the statement of financial position, and which represent the Group's maximum exposure to credit risk in relation to financial assets. The Group and Group policy for managing its exposure to credit risk with cash and cash equivalents is to restrict the maximum value of cash held with any one financial institution. The Group does not require collateral in respect of financial assets.

The Group has made unsecured interest-free loans to its subsidiaries. Although they are repayable on demand, they are unlikely to be repaid until the projects becomes successful and the subsidiaries start to generate revenues.

Liquidity risk

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due. However, the Group continues to absorb cash in its operations for the time being and management recognises the risk of insufficient cash and capital to carry on its activities and safeguard the Group's ability to continue as a going concern.

The Board receives cash flow projections on a regular basis, which are monitored regularly. The Board will not commit to material expenditure in respect of its ongoing development programme prior to being satisfied that sufficient funding is available to the Group to finance the planned programmes. Regular reviews will ensure that further steps will be taken if necessary.

The Group has facilities available to support liquidity. At the year end, the Group held an agreement for CLNs with a total principal amount of £2,000,000, available to be drawn down in tranches of £400,000, and a term of 4 years from issue. The Group also has an undrawn unsecured term loan agreement for an amount up to £3,170,000, available to be drawn down in tranches of £400,000 and a maturity date of 31 December 2027.

Interest rate risk

Interest rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in interest rates. The Group manages its cash position in a manner designed to maximise interest income, while at the same time minimising any risks to these funds. The convertible loan does not have a fixed interest coupon rate attached to it; this was settled in the year. The Group has a loan that attracts interest of 0.2%. The Group do not intend to extend any further credit from the creditor.

Sensitivity analysis

The Group is not materially exposed to change in interest or exchange rates at 31 March 2026 nor 31 March 2025.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

25 Borrowings

	Group	
	31 March 2026 £	**31 March 2025 £**
Non-current		
Bank loans	-	5,331
	-	5,331
Current		
Bank loans	886	792
	886	792
Total borrowings	886	6,123

The Directors consider the value of all financial liabilities to be equivalent to their fair value. The Group's exposure to liquidity and cash flow risk in respect is disclosed in the financial risk management note, see note 26.

26 Changes in liabilities arising from financing activities

	(Restated)[1] At 1 April 2025 £	Financing cash flows £	Other-non cash changes £	Interest £	New lease £	At 31 March 2026 £
Lease liabilities	123,270	(166,289)	-	3,833	116,097	76,911
Borrowings	6,123	(5,330)	-	93	-	886
Directors loan – C Evans	(105,990)	-	140	-	-	(105,850)
Total liabilities from financing activities	23,403	(171,619)	140	3,926	116,097	(28,053)

	(Restated)[1] At 1 April 2024 £	Financing cash flows £	Other-non cash changes £	Interest £	(Restated)[1] At 31 March 2025 £
Lease liabilities	282,759	(170,665)	-	11,176	123,270
Borrowings	11,676	(5,795)	-	242	6,123
Directors loan – C Evans	(140)	-	(105,850)	-	(105,990)
Directors loan –L McGrath	7,659	-	(7,659)	-	-
Convertible loan	1,129,058	-	(1,131,889)	2,831	-
Total liabilities from financing activities	1,431,012	(176,460)	(1,245,398)	14,249	23,403

[1] The prior year figures have been restated, refer to note 30 for further details

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

27 Related party transactions

Transactions with subsidiaries

At 31 March 2026, an amount of £193,007 (2025: £209,973) was owed to EDX Medical Limited by Torax Biosciences Limited. During the year, £16,966 was repaid and no cash advances (2025: £99,141) were made. The advances are held on an interest free inter-group loan which has no terms for repayment. As at 31 March 2026, £193,007 (2025: £209,973) was due from Torax Biosciences Limited.

As at 31 March 2026, an amount of £16,407,865 (2025: £11,632,209) was owed to the Company by EDX Medical Ltd. During the year, cash advances of £4,875,657 (2025: £2,775,282) were made to EDX Medical Limited. The Company recognised an Expected Credit Loss in relation to the outstanding loan balance of £825,393 (2025: £581,610).

Transactions with other related parties

On 5 March 2022, the Company and Professor Christopher Evans, a director of the Company, entered into a sale and purchase of assets agreement for Christopher to sell assets to the Company for the sum of £1,404,923. The sum was recorded as a debtor loan to Christopher Evans. On 22 July 2022, the Company entered into an agreement in which the outstanding debt was replaced by issuing £1,400,000 CLNs. In the prior year, Professor Christopher Evans subscribed to new ordinary shares in which the consideration was offset against the CLN. Further details of the CLN can be found in note 21. The remaining balance of £4,923 (2025: £4,923) is still outstanding as at the year end.

During the year, the Group made payments totalling £240,000 (2025: £240,000) to Health Ventures Limited, a company in which Dr Michael Hudson is a director. The payments were for services undertaken by Dr Mike Hudson in the Group. As at 31 March 2026, an amount of £48,392 was payable by the Group.

During the year, the Group made payments totalling £345,000 (2025: £250,000) to Merlin Scientific Consulting Limited, a company in which Professor Christopher Evans is director. The payments were for services undertaken by Professor Christopher Evans in the Group.

During the year, services totalling £150,000 exclusive of VAT (2025: £155,000) were invoiced to the Group from Xcalimed Sciences Limited, a company in which Professor Christopher Evans is director. The payments were for services undertaken by Conor Evans in the Group.

During the year, services totalling £174,000 exclusive of VAT (2025: £95,000) were invoiced to the Group from Bradshaw Consulting, a company in which Martin Walton is director. The payments were for services undertaken by Martin Walton in the Group. As at 31 March 2026 an amount of £24,000 was payable by the Group. (2025: £8,500)

As at 31 March 2026, an amount was due to Merlin Scientific Consulting Limited, a company in which Christopher Evans is a director, of £211,257 (2025: £85,257) in relation to a working capital loan and expenses incurred. The amount was outstanding at the year end.

As at 31 March 2026, an amount of £75,114 (2025: £74,974) due from International Medical Supplies Ltd, a company in which Christopher Evans is now a former director, was written off during the year due to the Company's insolvency,

As at 31 March 2026, an amount of £105,850 (2025: £305,990) was due from Christopher Evans, a director of the Group. During the year, the Company identified a prior period error relating to the classification between intangible assets and an amount due from Christopher Evans, refer to note 30 for further details. The remaining amount was settled by Christopher Evans on 22 May 2026.

NOTES TO THE CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS (continued)

28 Ultimate controlling party

At 31 March 2026 there was no individual controlling party.

29 Events after the reporting period

On 13 May 2026, the Company announced the admission of its ordinary shares of £0.01 each to trading on the AIM Market, a market operated by the London Stock Exchange from the APEX Segment of Aquis Growth Market.

The Directors recognise and believe that the Company will continue to require capital to fulfil its potential and believe that its access to capital from certain funds, its liquidity profile and visibility to investors will be improved by the AIM Admission.

For further details please refer to the Chairman's Statement on page 2.

There are no further subsequent events to disclose.

30 Prior year restatement

During the year ended 31 March 2026, the Company identified a prior year error relating to the classification of an intangible asset. Prior to 31 March 2024, an amount of £200,000 had been incorrectly recognised within amounts due from a director. The correction has been reflected in the opening balances and reclassified as an intangible asset and subsequently fully impaired in the year ended 31 March 2024.

The impairment reflects management's assessment that, following a change in the Company's business focus, the asset no longer had a recoverable value. While certain elements of the underlying intellectual property continued to be utilised during the transition period, management concluded that the asset was no longer relevant to the Company's current operating model and therefore recognised a full impairment loss of £200,000.

In accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors, these errors have been corrected retrospectively in the Group financial statements, where applicable. These errors have no impact on the Company only financial statements.

The impact of the reclassification and adjustment on the consolidated statement of financial position at 1 April 2024 and 31 March 2025 is as follows:

	1 April 2024 (as previously stated)	**Prior year reclassification**	**Prior year adjustment**	**1 April 2024 (restated)**
	£	£	£	£
Intangible assets	113,852	200,000	(200,000)	113,852
Other receivables	623,919	(200,000)	-	423,919
Retained losses	(7,461,279)	-	(200,000)	(7,661,279)

	31 March 2025 (as previously stated)	**Prior year reclassification**	**Prior year adjustment**	**31 March 2025 (restated)**
	£	£	£	£
Intangible assets	234,161	200,000	(200,000)	234,161
Other receivables	672,337	(200,000)	-	472,337
Retained losses	(11,055,670)	-	(200,000)	(11,255,670)